

Hollins University

## Hollins Digital Commons

---

Ann B. Hopkins Papers

Manuscript Collections

---

3-8-1985

### Deposition of Donald Eplebaum

United States District Court for the District of Columbia

Follow this and additional works at: <https://digitalcommons.hollins.edu/hopkins-papers>



Part of the [Civil Rights and Discrimination Commons](#)

---

#### Recommended Citation

United States District Court for the District of Columbia, "Deposition of Donald Eplebaum" (1985). *Ann B. Hopkins Papers*. 5.

<https://digitalcommons.hollins.edu/hopkins-papers/5>

This Court Document is brought to you for free and open access by the Manuscript Collections at Hollins Digital Commons. It has been accepted for inclusion in Ann B. Hopkins Papers by an authorized administrator of Hollins Digital Commons. For more information, please contact [lvilelle@hollins.edu](mailto:lvilelle@hollins.edu), [millerjc@hollins.edu](mailto:millerjc@hollins.edu).

## UNITED STATES DISTRICT COURT FOR THE DISTRICT OF COLUMBIA

- - - - -X  
 ANN B. HOPKINS,  
                     Plaintiff,  
                     v.  
 PRICE WATERHOUSE,  
                     Defendant.  
 - - - - -X

Civil Action No.  
 84-3040

Washington, D. C.  
 Friday, March 8, 1985

Deposition of:

DONALD EPLEBAUM

a witness of lawful age, taken on behalf of the Plaintiff in  
 the above-entitled action, pending in the U. S. District Court  
 for the District of Columbia, pursuant to notice and agreement  
 between Counsel, before Elma S. Dirolf, a notary public, in and  
 for the District of Columbia, whose commission expires  
 September 30, 1989, taken in the offices of Gibson, Dunn &  
 Crutcher, 1050 Connecticut Avenue, N.W., Suite 900,  
 Washington, D.C. 20036, commencing at 1:00 p.m.

**Diversified Reporting Services, Inc.**

1511 K Street, N.W.  
 Suite 808  
 Washington, D.C. 20005  
 (202) 628-2121

## APPEARANCES:

## On Behalf of the Plaintiff:

DOUG HURON, Esq.  
JAMES HELLER, Esq.  
Kator, Scott and Heller  
1029 Vermont Avenue, N. W.  
Suite 900  
Washington, D. C. 20005

## On Behalf of the Defendant:

STEPHEN E. TALLENT, Esq.  
WAYNE A. SCHRADER, Esq.  
KATHY D. IRELAND, Esq.  
Gibson, Dunn & Crutcher  
1050 Connecticut Avenue, N. W.  
Suite 900  
Washington, D. C. 20036

-and-

ULRIC A. SULLIVAN, Esq.  
Assistant General Counsel  
Price Waterhouse  
1251 Avenue of the Americas  
New York, New York 10020

## Also Present:

Ann B. Hopkins

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

## I N D E X

## PAGE

Examination by Plaintiff's Counsel

4

## E X H I B I T S

## PAGE

Eplebaum Deposition Exhibit No. 1

23

Eplebaum Deposition Exhibit No. 2

39

Eplebaum Deposition Exhibit No. 3

48

Eplebaum Deposition Exhibit No. 4

65

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

## P R O C E E D I N G S

Whereupon,

DONALD EPELBAUM

was called as a witness and, having been first duly sworn was examined and testified as follows:

## EXAMINATION BY COUNSEL FOR THE PLAINTIFF

BY MR. HELLER:

Q Mr. Epelbaum, have you ever given a deposition before?

A No.

Q She is going to take down what you say, what I ask you and what you say in answer to it. If you do not understand any question I ask you at any time, ask me to repeat it and clarify it for you so you do understand it, please.

Let me go back to the time you graduated from highschool. When was that?

A 1958.

Q Where was that?

A New York City.

Q Where did you go to college?

A New York University.

Q What did you major in there?

A Business Administration.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q When did you graduate?

2 A 1962.

3 Q Did you go on to graduate work anywhere?

4 A I did graduate work at St. John's University.

5 Q Did you get any graduate degrees?

6 A No.

7 Q When did your graduate work at St. John's end?

8 A Around 1965 when I transferred to the Defense and  
9 Space Center in Baltimore.

10 Q All right, well let's --

11 A Although, I did take additional courses at G.W.

12 Q All right, let's start --

13 A Then I went into the military.

14 Q Excuse me, I keep interrupting you.

15 A All right.

16 MS. IRELAND: Excuse me, Jim. We would like to  
17 reserve objections except as to form.

18 MR. HELLER: Sure.

19 By MR. HELLER:

20 Q When did you start work? Not work while you were in  
21 high school or college, but after college, when did you first  
22 start work?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 A In the summer of '62.

2 Q What did you do?

3 A I was with Metropolitan Life Insurance Company. I was  
4 initially hired as a correspondent in their retirement section.  
5 Then I was accepted into an advanced training program. I  
6 stayed there through 1965.

7 Q Then what was your next job?

8 A I went to Westinghouse Electric where I was an  
9 analyst programmer.

10 Q Was that in New York?

11 A That was in New York.

12 I transferred to the Defense and Space Center in 1967.

13 Q Defense and Space Center, that is --

14 A That is Westinghouse Electric's facility at Baltimore  
15 Airport.

16 Q Did you go into the service?

17 A I went into the Army Reserve when I got to Baltimore.  
18 In 1969 or '68, I can't remember which, I spent 133 days, 2  
19 hours and 10 minutes on active duty as a reservist.

20 Q You have a vague memory of that? (laughter)

21 A Yes, sir.

22 Q What did you do after the 10th minute?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A     I went back to Westinghouse Electric and worked with  
2     them until sometime in '67. I do not know the exact date. The  
3     manager who I worked for at Westinghouse in New York when I  
4     came down to the Defense Space Center, he left to join Booze  
5     Allen.

6                     After I returned from military service, active duty,  
7     he asked if I would be interested in joining Booze Allen.

8           Q     So, when did you join Booze Allen?

9           A     1967.

10          Q     How long were you at Booze Allen?

11          A     Until 1971. I joined Price Waterhouse in June of  
12     1971.

13          Q     What was your starting position at Price Waterhouse?

14          A     I was a consultant.

15          Q     In what office?

16          A     Washington, D.C., the Practice Office.

17          Q     When did you get your first promotion, not salary  
18     increase, but promotion, from Price Waterhouse?

19          A     July 1, of '72, to manager.

20          Q     How long were you a manager?

21          A     Until July 1, 1978. Actually, in 1978, the instituted  
22     the senior manager rank. I was promoted for one month to

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121



1 senior manager and then admitted to the partnership.

2 Q You were admitted to partnership in 1978?

3 A Yes.

4 Q Were you still in Washington when you were admitted to  
5 partnership?

6 A No, I was in our National Office staff. I worked for  
7 our vice chairman of MAS. I headed up MAS Research.

8 Q Who was that?

9 A At that time it was Henry Gunders.

10 Q Where were you located?

11 A New York City.

12 Q Now, we have got you to 1978 when you were made a  
13 partner. You are heading up the research staff at the National  
14 Office in New York City. How long did you do that?

15 A I would say from February '76 to July 1, 1978, at  
16 which time I was transferred to St. Louis.

17 Q Who were the partners when you were in St. Louis?

18 A MAS, tax or audit?

19 Q MAS.

20 A Tim Coffey.

21 Q Just one. How big was the MAS department there?

22 A I am guessing 15, 18 or 20, in that neighborhood.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q What were the circumstances of your transfer to St.  
2 Louis?

3 A We had a major job which we began and I was the lead  
4 project manager on it, in February of 1978, for the State of  
5 Missouri. I worked, commuted and ran that job under Bill  
6 Hoffman. On July 1, 1978, when I was admitted and transferred  
7 there, I took over that job and ran subsequent phases of work  
8 for the State of Missouri.

9 Q Was that your first job as a project manager for Price  
10 Waterhouse?

11 A No.

12 Q When was your first job as a project manager?

13 A I was a project manager for AmTrak in, I think, 1973  
14 or '72, in that time frame.

15 Q Did you have other project managerships between then  
16 and 1978?

17 A Yes.

18 Q How big was the State of Missouri job that you went to  
19 St. Louis to take?

20 A Second phase, the one beginning July 1, 1978?

21 Q I guess so, the one you took over?

22 A That was 1.2 -- it was over a million dollars, but I

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 don't really recall exactly.

2 Q How long was it to last?

3 A About fifteen months or something like that.

4 Q How many people worked with you on that?

5 A Fifteen or twenty, that neighborhood.

6 Q Tell me again, how big was the MAS Office at Price  
7 Waterhouse in St. Louis at that time?

8 A About twenty.

9 Q So, you had most of that staff working for you?

10 A No, I had staff from a number of offices, Chicago  
11 being a major contributor to that work.

12 Q I see.

13 A Kansas City and other offices in that area.

14 Q Was that your full time responsibility, then, during  
15 that period, the latter part of 1978?

16 A No, I may have had other responsibilities in the  
17 office, DP control reviews for audit clients. I spent about  
18 three of four days a week in Jeff City, Missouri.

19 Q Were you or was Mr. Coffey considered the senior MAS  
20 partner in St. Louis?

21 A Mr. Coffey.

22 Q How long had he been there, do you know, as a partner?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A     A couple of years before. I think when he was  
2 admitted he was transferred there.

3           Q     How long did you stay in St. Louis?

4           A     My transfer was effective July 1, 1982, but I arrived  
5 here, virtually full time, after we signed the second phase of  
6 the State Department job.

7           Q     That is what we have called FMS-2.

8           A     Fine.

9           Q     When was that you actually arrived?

10          A     I think I made my first trips here during the oral  
11 presentation of the proposal that we submitted. I don't recall  
12 if that was late February or early March of 1982.

13          Q     Were you present at the orals?

14          A     I was present, yes. I think there were two oral  
15 presentations.

16          Q     Let's go back to St. Louis for a minute. While you  
17 were there, were there other MAS partners admitted to the  
18 partnership during that time?

19          A     Yes.

20          Q     Who else?

21          A     John Fridley and Tom Blythe, probably Tom Blythe first  
22 and then John Fridley.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q What dealings or familiarity, if any, did you have  
2 with Ann Hopkins, the plaintiff in this case, during that time?

3 A The time in St. Louis?

4 Q Yes.

5 A I think I said, "hello" to her in a continuing  
6 education class, but no dealings prior to my involvement here.

7 Q Did you hear any other people in the St. Louis office  
8 discussing Ann Hopkins at all, during that time? Mr. Fridley,  
9 for example?

10 A I think, John was on quality control review the year  
11 before I got here.

12 Q With Ann Hopkins?

13 A He reviewed the Office of Government Services. I  
14 think it occurred before I came here.

15 Q Do you recall anything that he said to you about Ann  
16 Hopkins during that period when you were in St. Louis?

17 A I don't think he was positive in his opinion of her.

18 Q What did he say that was negative about her, or not  
19 positive?

20 A I don't recall the specifics of his allegation, but he  
21 said he ran into a problem when he reviewed the work here,  
22 something with billing. That is all I recall.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q Something with billing with OGS?

2 A Yes.

3 Q Do you recall what projects it had to do with?

4 A No.

5 Q Was there only one discussion about Ann that you had  
6 with Mr. Fridley?

7 A It may have been more, but I don't recall.

8 Q Now, what about your personal life; by this time  
9 you were married?

10 A Oh, I was married in 1963.

11 Q You had children?

12 A Yes. I have children.

13 Q How many?

14 A Two.

15 Q How old are they?

16 A I have two girls. One is fifteen and the other is  
17 eleven and a half.

18 Q Was your wife working?

19 A Not after we had children, no.

20 Q What had she done before?

21 A She was a legal secretary in New York and when I  
22 transferred to the Defense and Space Center, she joined

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Westinghouse as a secretary for somebody in a different  
2 division, but she worked then.

3 Q Were you involved in civic activities in St. Louis?

4 A I was a member of the Board of Directors of the Urban  
5 League.

6 Q What about your outside life, what did you do?

7 A For recreation?

8 Q Or anything? What did you do with your spare time? I  
9 don't mean to get into personal details, but was there any  
10 block of spare time you spent in any one way recreation or  
11 otherwise?

12 A Playing golf, I am an avid golfer.

13 Q That is true here in Washington?

14 A Yes.

15 Q Are you a member of a country club?

16 A Yes.

17 Q Which one?

18 A Columbia.

19 Q Here in Washington what other civic or community  
20 activities are you involved in?

21 A Nothing.

22 Q You are not on any boards or anything like that?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A     No. Our practice here does not require that and I  
2 have not taken an interest in any.

3           Q     Did it require it in St. Louis?

4           A     I think for the betterment of our total practice, yes.  
5 My particular clients were mostly state government.

6           Q     Did you have private clients out there?

7           A     Yes.

8           Q     Who?

9           A     Petrolite was one. I did some work for a  
10 quasi-government operation or organization that interacted with  
11 the various police forces in the area. I did some consulting  
12 work for them. I did some EDP control reviews and I ran a job  
13 for a barge company where we designed and implemented a system  
14 for them.

15          Q     Now, how did you come to get involved with the FMS-2  
16 job in Washington and move to Washington?

17          A     I was selected.

18          Q     By whom?

19          A     I presume our senior partner and the head of our  
20 management consulting operation in New York.

21          Q     Mr. --

22          A     Mr. Goodstat. Mr. Connor and I am sure Tom Beyer had

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121



1 some input into that.

2 Q If you can recall, how was that explained to you when  
3 it was first suggested that you come to Washington to take that  
4 job? Who did it, when and how?

5 A I got a phone call at a client on a Friday afternoon  
6 from Joe Connor indicating that he would like to see me on a  
7 Monday and talk about an opportunity, a career opportunity, I  
8 think was the way he phrased it.

9 I asked him what it was. He said, "Why don't you come  
10 up and talk to me about it face-to-face. I would rather tell  
11 you about it."

12 Q So you made the trip not knowing what was going to be  
13 said at the end?

14 A That is basically true.

15 So, I arrived Monday morning at 9:00 o'clock.

16 Q Excuse me, is this in '82?

17 A Yes.

18 Q What month?

19 A Well, I think they needed to have my approval before  
20 they actually submitted the proposal. So, I would guess it  
21 would be in the January, early February time frame of 1982.

22 Q So, you went to see Connor?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A     I went to see Connor and he described an outstanding  
2 opportunity, what he perceived to be, and I think what has  
3 turned out to be the largest MAS, or at that time MAS,  
4 opportunity in the firm.

5                     He thought because of my background, my interests, my  
6 demonstrated skill at the State of Illinois and Missouri, that  
7 I was the one to head it up, and if he were in my shoes he  
8 would take it.

9                     I called my wife and accepted.

10          Q     All right. Now, was Mr. Goodstat at the meeting, too?

11          A     I think he came in near the tail end of the meeting.

12          Q     Did Mr. Connor indicate that he had selected you or  
13 Mr. Goodstat had selected or somebody else had suggested you?

14          A     I don't recall.

15          Q     Did he explain why the Washington office of OGS -- we  
16 probably ought to get these initials defined somewhere on the  
17 record.

18          A     Office of Government Services.

19          Q     And MAS, would you do that one for us, too?

20          A     Management Advisory Services.

21          Q     That later became?

22          A     Effective July 1, 1984, it became MCS.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q Management Consulting Services?

2 A Right.

3 Q Did Mr. Connor explain to you, or did it come up, why  
4 there was not somebody in the Office of Government Services in  
5 Washington who could handle the project?

6 A I didn't ask and he didn't offer.

7 Q So, right then and there, you accepted the job; is  
8 that correct, after talking to your wife?

9 A I think it did, yes.

10 Q Did you consult with your wife or did you tell your  
11 wife?

12 A No, I consulted.

13 We had loved this area, so from her perspective, this  
14 was a very attractive offer. She was not totally happy with  
15 the St. Louis environment being a northeaster. There was not  
16 much selling to do.

17 Q So, not you probably have got school year problems  
18 with your children.

19 A That is why we didn't move here until July 1982.

20 Q When do you think you really began to -- you  
21 personally as opposed to your family, mostly here in  
22 Washington?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A     Soon after the contract was signed at the end of  
2     March, I think I was here virtually, give or take a few days,  
3     almost every day from then until -- every work day.

4           Q     What were your dealings with Ann Hopkins during this  
5     initial period?

6           A     Well, I was with her during the oral presentations. I  
7     was with her during some of the preparation for it. Sometimes  
8     I couldn't be there until the day before the meeting.

9                     In the early part of April I went overseas with the  
10    client. Then from the time I returned from that trip through  
11    June, we had very, very close contact, almost daily.

12          Q     What was the purpose of that trip?

13          A     Well, it was for me to get a flavor for the  
14    international operations of the State Department and to visit  
15    Bonn, which would be our pilot test site for the installation  
16    of the first phase of FMS.

17          Q     How big a staff did you have at the beginning FMS-2?

18          A     Very small. We had six or seven people, mostly senior  
19    level people who had worked on the first phase of FMS, and who  
20    wrote the proposal for the second phase.

21          Q     Who were the most senior people you had on the staff  
22    at the time?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A     Ann, Tom Colberg, Steve Higgins, Larry McClure, Karen  
2 Nold, Pat Bowman.

3           Q     Did you have Marge Geller?

4           A     Marge Geller. We had Marge Geller. I don't know if  
5 we had her initially. I am not positive on that. If she was  
6 not there initially she joined us within a couple of months  
7 thereafter.

8           Q     How long did you have Ann Hopkins?

9           A     I think through June or sometime until June.

10          Q     How much of that time were you on this trip?

11          A     Two weeks or so.

12          Q     So, you worked with her pretty steadily during that  
13 time; didn't you?

14          A     Yes.

15          Q     When did you first learn that she was being proposed  
16 for partnership?

17          A     I would say pretty soon after I got involved in the  
18 project. I don't think it was a secret.

19          Q     Now, did you have anything to do with the drafting of  
20 the partnership proposal for her?

21          A     I think I drafted it.

22          Q     Did you do the first draft, the second draft or which

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 draft or maybe the only draft?

2 A I may have. There were some editings that were  
3 suggested when we reviewed the proposal. I think Tom made some  
4 additional edits, but I would say I was the one who drafted 90  
5 or 85% of what was eventually sent to New York.

6 Q Well, we have heard two versions of this. I think  
7 that is not secret now. Let's see if you can help us sort it  
8 out or at least get a vote one way or the other. Did Mr.  
9 Warder do a draft before you did one?

10 A I don't recall, no.

11 Q Did Mr. Beyer ask you to do the draft?

12 A Yes.

13 Q When was that draft done?

14 A I don't know the exact time.

15 Q Well, in terms of your arrival here?

16 A Well, it had to be -- it was done, I imagine, in  
17 May/June because we submitted it August or August 1st, I think  
18 it was.

19 Q Was there any discussion as to whether you, as the  
20 newest boy on the block, were the right person to be drafting  
21 the proposal?

22 A No.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q What did you do to help you prepare for the drafting  
2 of the proposal?

3 A I reviewed Ann's file and I plucked from it those  
4 attributes that would put her in the best light and tried to  
5 describe, as best I could, those strengths she had.

6 There is a certain "puffing" that goes on in all of  
7 the candidates admission form and I think I presented her  
8 attributes very well.

9 Q You have to avoid getting out beyond the edge of the  
10 cliff too far though, I assume?

11 A (Witness nods.)

12 Q It is better if you say yes or no.

13 A I don't really know what I am saying yes or no to.

14 Q All right. Well, the "puffing" can't go too far, I  
15 take it?

16 A No, it is based on factual material.

17 Q So, while it is obviously to put the proposed partner  
18 in the best light, it has to be solidly factual; doesn't it?

19 A That is correct.

20 Q Had you done a partnership proposal before?

21 A I may have written or edited both John Fridley's and  
22 Tom Blythe's.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q And they both got it; is that correct?

2 A Tom Blythe was admitted the first time he was  
3 proposed. John Fridley was a hold one year and then admitted  
4 the following year.

5 Q Now, how long did it take you to do the proposal for  
6 Ann?

7 A I probably worked on it over a period of time, but in  
8 terms of hours I would say maybe four.

9 Q Then it was it edited by anyone else after you did it?

10 A If I recall the process correctly, it was submitted to  
11 the partners in total in OGS and we tried to enhance any  
12 perceived weakness or discrepancy or what have you. So, there  
13 were suggestions made during that process. It may have been  
14 further modified by Tom before it was actually submitted.

15 MR. HELLER: Let me ask the Reporter to mark a set of  
16 documents which we will make Epelbaum Deposition Exhibit No. 1.

17 (Epelbaum Deposition Exhibit No.1,  
18 was marked for identification.)

19 BY MR. HELLER:

20 Q Mr. Epelbaum, let me just ask you to look at the first  
21 four pages of that which are numbered at the top right 1996 to  
22 1999.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121



1           A     (Witness peruses document.)

2           Q     Is that the partnership proposal for Ann Hopkins in  
3 1982? Let's ignore, for the moment the attached pages.

4           A     Yes.

5           Q     Now, let's look at page 01997 first, the attached  
6 page. Do you see any changes there that are clear from what  
7 you drafted in the first instance, clear to you?

8           A     Okay, I recall that the last paragraph we changed. I  
9 don't think mine was written as well as this is.

10          Q     That has to do with her family responsibilities she  
11 " -- has had little opportunity to pursue significant outside  
12 activities."?

13          A     I had the same initial thought, but I think this is a  
14 better description.

15          Q     Are there other changes on that page? Mostly that is  
16 kind of a factual page and I was more interested in test, of  
17 course.

18                 What about the third page, or number two, and actually  
19 numbered in the consecutive numbering of our discovery  
20 documents 01998 in the upper-right hand corner, that is the  
21 signature page. Those facts are basically facts that you  
22 unearthed and put into the proposal when you were drafting it;

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 is that correct?

2 A I think the actually chargeable hours, I am not sure  
3 if I put it in or Suzanne Old did. Suzanne is Tom's secretary  
4 and has access to records that --

5 Q Do you recall how those figures would compare with  
6 your own chargeable hours for let's say 1981 and 1982?

7 A They would be higher.

8 Q Now, let's go to the top where the activities are  
9 listed and the supervising partners in the major proposal to  
10 Farmer's Home Administration. That started on July 14th  
11 according to this; is that correct?

12 A I have no reason to doubt it.

13 Q So, what you are doing is putting in something there  
14 that has just begun; is that correct?

15 A That is correct.

16 Q Now, looking at page 01999, the attachment on the  
17 fourth page of the proposal. This is a hard thing and I will  
18 ask you to be as good in your memory as you can, but how much  
19 of that text do you believe you drafted? Take a minute or so  
20 if you want to look at it. As a matter of fact, if you want we  
21 could recess for a moment while you read it through.

22 A I would like that.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 (A short recess was taken for witness to peruse  
2 document.)

3 MR. HELLER: On the record.

4 THE WITNESS: I will go through this as best I can and  
5 indicate where I think changes have been made from what I  
6 drafted. There are certain terms in here that I know are not  
7 mine.

8 BY MR. HELLER:

9 Q Okay, go ahead.

10 A I think this: "For two years of late nights and long  
11 weekends." I don't recall using that term.

12 Q That is, I guess, the fourth sentence in the first  
13 paragraph?

14 A Right.

15 I think much of the wording here, although I remember  
16 putting down this description of "accounting, budgeting,  
17 disbursing" because those are the functional areas, I don't  
18 recall the lead-in to that being described quite that way.

19 Q I see. "Ann carried her team through requirements  
20 definition and conceptual design of a worldwide financial  
21 management system which embraced -- "

22 A Well, "embraced" I don't think is my word. The rest

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 after that, "accounting, budgeting, disbursing, financial  
2 reporting, payroll, and property systems," I recall drafting  
3 that as a description of the scope of the engagement.

4 Q What about the last sentence of the first paragraph,  
5 "In short, this single engagement included the core of the  
6 fastest and largest element of our MAS practice."?

7 A I did have "fastest and largest element of our MAS  
8 practice." I am not sure if I quite phrased it in "In short".  
9 I don't know if I used those terms, but I probably did author  
10 the back half.

11 Q Let's double back a little bit. "Ann performed  
12 virtually at the partner level for the last two years for the  
13 U.S. State Department." Is that yours or is that somebody  
14 else's gloss on what you had drafted?

15 A I don't recall.

16 (Interruption to the proceedings.)

17 MR. HELLER: Off the record.

18 (A brief recess was taken.)

19 MR. HELLER: On the record.

20 THE WITNESS: I don't recall if I used that  
21 phraseology. Now, the next paragraph, "deft touch" is not term  
22 I use.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 BY MR. HELLER:

2 Q Let's stay with paragraph one for a moment. Did you  
3 write the second sentence, "While many partners were 'involved'  
4 with the client, State Department officials viewed Ann as the  
5 project manager, supervising --"

6 A I think I may have written the latter half. I don't  
7 know -- "While many partners were 'involved'". I don't know if  
8 I wrote that, but "State Department officials viewed Ann as  
9 the project manager", I recall using that term.

10 Q And the third sentence of the third paragraph, "This  
11 was a difficult job -- highly competitive, demanding delivery  
12 schedules, and a volatile client."

13 A I agree with that.

14 Q All right, now going to the second paragraph, you  
15 don't think the "deft touch" is your touch?

16 A No.

17 Q Whose was it, do you know?

18 A I would guess it is Tom Beyer's.

19 Q Is that just not your usage or is that a thought you  
20 disagreed with at the time?

21 A No, just verbiage.

22 Q What was your impression, at the time, of Ann Hopkin's

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 touch?

2 A I agree with the thought in the sense that Ann and her  
3 team "delivered a superior, distinctive proposal describing our  
4 detailed approach to, and qualifications for,". "Deft touch"  
5 is just a term I don't use. It has nothing to do with Ann.

6 Q And the second sentence of that second paragraph?

7 A Again, I think "It was an outstanding performance" and  
8 I don't disagree with that, but I don't recall if that is the  
9 exact term I used. I did, obviously, bring in the fact that we  
10 were awarded the contract.

11 I am also not sure if that is the number that I put  
12 down, but time as proven this number to be correct.

13 Q Now, going to the third paragraph, can you sort of go  
14 down that without my walking you through it in great detail,  
15 and tell us to what extent it is your thought and your  
16 expression or to what extent it is somebody else's and if  
17 somebody else's, whether you agreed with it at the time?

18 That is a lot of questions, but see if you can do it.

19 A The first sentence, I think, is mine.

20 Q The second sentence, probably that had to make you an  
21 historian if it was yours?

22 A Right.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q Did you talk to other people?

2 A No, I think part of this may be an embellishment, but  
3 again her file, in my opinion, did support that she has  
4 demonstrated "the capacity and capability to contribute -- to  
5 the growth and profitability of the firm."

6 Q What kinds of things does the file show that reflect  
7 that?

8 A Successful engagements, the fact that we -- I think  
9 Ann did some work for the Bureau of Indian Affairs and I think  
10 there are some green sheets to that effect. Obviously, she was  
11 involved in the first stage of the State Department and was  
12 involved in a successful proposal effort for the second phase  
13 for FMS-2.

14 Q Now, let's go to the third paragraph.

15 You don't find those qualities, "Her strong character,  
16 independence and integrity are well recognized by her clients  
17 and peers." Are they documented in a file?

18 A I don't recall. I don't know.

19 Q Well, clients obviously don't, but do partners and  
20 other people put that sort of thing in the file, on the green  
21 sheets or otherwise?

22 A I think people do make comments about that. I don't

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 recall if they did in Ann's case, but --

2 Q Did you write that sentence?

3 A I don't know.

4 Q Did you talk to other partners and staff people in the  
5 Washington Office of Government Services about Ann's character  
6 and her integrity?

7 A Not in my initial draft, no.

8 Q Did you talk to the other people who were on the State  
9 Department project at the time, the ones you listed, about Ann?

10 A To prepare this?

11 Q Yes.

12 A No.

13 Q Did you hear them talking about Ann at that time, in  
14 this time frame?

15 A Not that it would have, not that it influenced what I  
16 wrote at that time.

17 Q You don't recall the authorship of that sentence, the  
18 third sentence in the last paragraph?

19 A No.

20 Q All right.

21 A I wrote the next sentence.

22 Q That is concerning her "outstanding oral and written

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121



1 communication skills"?

2 A Yes.

3 Q What about the following sentence on "good business  
4 sense"?

5 A I wrote that and "an ability to gras and handle  
6 quickly the most complex issues, and strong leadership  
7 qualities."

8 Q What about the leadership qualities, where were you  
9 seeing those?

10 A Again, I had an opportunity to observe her during oral  
11 presentations. I think she did an outstanding job. I think in  
12 preparing, although I was not here totally for that, I think  
13 she played a leadership role in preparing our responses to the  
14 questions that the client raised based on our initial proposal.

15 Q Let's take the next sentence. I can no longer  
16 remember what number it is.

17 A "Ms. Hopkins has proven that she can market, manage  
18 and control large, technical, computer-based systems design and  
19 development projects." I wrote that.

20 Q Then, I take it, since the next sentence is a  
21 follow-on you had something to do with that too?

22 A I think the thought of the commercial was interjected.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 There was some concern at the time, although I don't think it  
2 is a concern anymore, about the viability of our people to do  
3 other things than private sector work. So, I think this was  
4 injected to perhaps counteract potential criticism.

5 The last sentence I wrote also.

6 Q The last sentence, what?

7 A I wrote also.

8 Q I just wanted to be sure that I understood your  
9 comment about commercial. I take it that the wrap on Office of  
10 Government Services people would be that they could not do  
11 private commercial work, or not?

12 A We were concerned at that time that that may be a  
13 potential problem. So, we tried to indicate in here that  
14 systems work is systems work and could be done both in the  
15 private and public sector.

16 Q All right, and you wrote the last sentence?

17 A Yes.

18 Q Now, your support of her was not quite as strong by  
19 September when you gave your long form; was it?

20 A No, my support was as strong.

21 Q Let me show you your long form comments furnished to  
22 us in discovery. It includes two others on the same page.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Well, why don't we stay with the same document. It is here, or  
2 I think it is.

3 Here we are, page 02005, and I think they are  
4 consecutively numbered up to that. It might be a good time to  
5 take a break and let him review that.

6 MS. IRELAND: Okay.

7 MR. HELLER: Off the record.

8 (Whereupon a short recess was taken.)

9 BY MR. HELLER:

10 Q We had turn to page 2005 of this packet of documents  
11 which is Epelbaum Deposition Exhibit No. 1, and that includes a  
12 long form comment by you, Mr. Epelbaum; is that correct?

13 A That is correct.

14 Q Do you recall whether this is your entire comment you  
15 had to give at the end of your long form response on Ann  
16 Hopkins?

17 A I believe this is the narrative that I wrote.

18 Q Now, certainly the first paragraph until the indented  
19 text is very positive.

20 Let me read the indented text: "At time, however, she  
21 can be abrasive, unduly harsh, difficult to work with and as a  
22 result causes significant turmoil."

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1                   What was the source of that thought on your part?

2           A     Just observations of my relationship with Ann through  
3 the time I wrote this.

4           Q     She left the State Department in June you said?

5           A     That is correct.

6           Q     What contact did you have with her after June?

7           A     I am sure we had meetings on how the REMS Project,  
8 which I think the proposal for that occurred or was beginning  
9 to occur from June through September. I know Ann and I had a  
10 meeting before she went out to St. Louis.

11          Q     Was she abrasive with you personally?

12          A     There were things that she did that I found to be  
13 abrasive.

14          Q     What, for example, can you recall?

15          A     She would come into my office when the door was closed  
16 without knocking.

17          Q     What about -- are there other examples of abrasiveness  
18 that you can recall? Let's stay with that.

19          A     She would cut you off in the middle of a sentence.

20          Q     All right, what else? Unduly harsh?

21          A     I think she was less than sensitive in the way she  
22 described or handled her relationships with other people. I

1 use the term harsh.

2 Q What kind of insensitivity or less than due  
3 sensitivity did you observe? Can you give me a "for instance"?

4 A I can give you one that occurred later on.

5 Q Well, it would be helpful if you could give me one  
6 that occurred before, but I certainly want you to give the one  
7 that occurred later on as well.

8 A Do you want me to do that now?

9 Q Give me the one that occurred later on.

10 A Well, I once gave Ann some advise about her dealings  
11 with people. I tried to impress on her that there is a  
12 receiver of her comments.

13 Q There is a what?

14 A A receiver of the comments that she makes when she  
15 deals with people, i.e., the other person that she is dealing  
16 with. I suggested that she "put a little sugar on her tongue",  
17 again trying to make her more aware of the sensitivity that  
18 other people may have in dealing with her.

19 A few months after I gave her that advise, she came  
20 back and she said that that was stupid. That is the first  
21 time, I think, that anyone used that term to me when I was a  
22 partner.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1           Q     Do you recall when that occurred? When you comment  
2 occurred and when she came back with the remark that it was  
3 stupid?

4           A     I think the comment that I made to her may have  
5 occurred, and I don't have specific dates, but it may have been  
6 in the context of when she went out to St. Louis and did some  
7 work for the St. Louis office. She had come in to my office,  
8 prior to her going, and wanted to discuss with me what kinds of  
9 people and how she should react to the opportunity to write a  
10 proposal for the St. Louis office, since she knew, obviously,  
11 that I was from the St. Louis office.

12          Q     So, she wanted some help from you on the cast of  
13 characters out there and how to deal with them?

14          A     Yes.

15          Q     Now, at that point, you were telling her to put some  
16 sugar on her tongue?

17          A     I think that was an example I used to describe what I  
18 thought she should consider. The real issue was the  
19 sensitivity, the interpersonal relationships and how she deals  
20 with other people.

21          Q     Now, if you said that and you were saying that about  
22 the time she started the St. Louis project, which was July 14,

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 1982, then clearly you thought you had observed something  
2 before that. That goes back to my early question. What had  
3 you observed?

4 A Again, I don't have specific examples other than the  
5 coming in without knocking, the fact that you would feel that  
6 you were always in a combative mode, that it was an issue of  
7 always having to win. I don't have specific examples that come  
8 to mind now. I think I had when I wrote it or I would not have  
9 written it.

10 Q Now, these things had occurred to you before July 28th  
11 then the partnership proposal went in; is that correct?

12 A Yes.

13 Q In the difficult to work with, does that subsume  
14 anything that we have not talked about in terms of abrasiveness  
15 and harshness?

16 A No. I think the sensitivity of her to other people's  
17 feelings, that is all that that means. I used those terms.

18 Q Had you seen reactions of other people on the State  
19 Department staff to her that she was insensitive to them?

20 A Not prior to this, but after the submission was made  
21 and after Ann left the job and after people became more  
22 comfortable with me and got to know me better, I had a number

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 of people, a number of her peers, indicate to me that they did  
2 not want to work for her or with her.

3 Q Can you list the ones who said that?

4 A Yes.

5 Q All right, who?

6 A Tom Colberg, Steve Higgins, Marge Geller, Larry  
7 McClure.

8 Q All right. Can you give me the time frame when they  
9 felt comfortable enough with you to tell you this?

10 A I would think, because it is one of the things that  
11 influenced me, it is when Marcellin came down. So, it had  
12 occurred before that, but I think it occurred after I submitted  
13 my form.

14 Q So, it occurred after -- I think we can date  
15 Marcellin's visit as November, 1982; is that correct?

16 A I thought November or early December.

17 Q Well, just for the moment, I don't want to talk about  
18 it yet, but just let me show you --

19 MR. HELLER: Let me ask the Reporter to mark this as  
20 Epelbaum Deposition Exhibit No. 2, a note of the office visit.

21 (Epelbaum Deposition Exhibit No. 2  
22 was marked for identification)

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121



1 BY MR. HELLER:

2 Q Looking at Epelbaum Deposition Exhibit No. 2, you  
3 don't know whose handwriting that is at the top, "Office Visit,  
4 Nov '82"; do you? It is not your handwriting; is it?

5 A (Witness nods.)

6 Q You should say yes or no.

7 A I'm sorry, no.

8 Q Does that strike you as the time when it occurred?

9 A I thought it was early December, but November --

10 Q All right, but in that time frame?

11 A Yes.

12 Q So, by then you had really gathered these impressions  
13 from the State Department staff people that you have mentioned  
14 who said that they had trouble with Ann and did not want to  
15 work with her?

16 A Yes.

17 Q Now, had you observed this kind of reaction to Ann  
18 during the time that she was on the State Department project  
19 with you?

20 A No, because I had much more dealings with Ann than I  
21 had with the rest of the staff.

22 Ann and I were working very hard on trying to

Diversified Reporting Services, Inc.

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 restructure that job so we could comply with their funding  
2 requirement and our ability to deliver work. So, I had some  
3 contact with Steve Higgins, but not as much with the other  
4 individuals until after.

5 Q Mr. Higgins, was he a partner then?

6 A No.

7 Q He was being proposed for partnership; is that  
8 correct?

9 A That is correct.

10 Q Did you have anything to do with the proposal for his  
11 partnership?

12 A I don't recall.

13 Q What about Mr. Colberg; was he a partner?

14 A No.

15 Q Was he being proposed for partnership at that time?

16 A Not that year.

17 Q Were any of the other people that you mentioned  
18 partners?

19 A No.

20 Q Did you have anything to do with the proposal for Mr.  
21 Colberg's partnership when it was submitted?

22 A I think I wrote that one. It too was edited and

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 modified and went through a similar process.

2 Q I take it the process is pretty similar in most cases.

3 (Interruption to the proceedings.)

4 How does this business of the long form work? That  
5 is, how do you decide you are going to fill out a long form  
6 rather than a short form?

7 A Well, the instructions indicate that if you have had  
8 substantial client involvement that is less than three years  
9 old, and I think "substantial" is 40 or 100 hours of close  
10 contact, you are requested to fill out a long form on the  
11 candidate.

12 Q That phrase, "Put a little sugar on your tongue" is  
13 that a phrase that you had used before?

14 A I don't recall.

15 Q Have you used it since?

16 A I don't think I have.

17 Q Did you have anything to do with Tom Green?

18 A Tom Green worked for me both in the State of Missouri  
19 and in the State of Illinois, both of those assignments.

20 Q Did you ever say anything to him about putting a  
21 little sugar on his tongue?

22 A No.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q Was he, in your judgment an abrasive person?

2 A Not in the context -- he didn't walk into my office  
3 without knocking. He didn't use the term that my advise was  
4 stupid, no.

5 Q When Ann walked into your office without knocking, did  
6 you ask her to knock the next time?

7 A No.

8 Q How many times did it happen?

9 A I don't recall, more than once.

10 Q If it was getting on your nerves, why didn't you ask  
11 her to knock?

12 A I don't know.

13 Q Did you ever talk to Ann apart from the "little sugar  
14 on your tongue" statement, did you ever talk to Ann about these  
15 feelings that are set forth in the indented text of your long  
16 form comment?

17 A Yes. I have talked to her about her interpersonal  
18 skills.

19 Q Do you recall when you talked to her about them the  
20 first time, apart from that first conversation when she was  
21 about to go to St. Louis?

22 A Ann and I have had a number of lunches, but I don't

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 recall the specific -- but I don't think that that issue was  
2 new to Ann and my feeling about it was new, and I don't think  
3 it was only discussed that one time, but specifically when and  
4 where, I --

5 Q In other words, you had said to her before she went to  
6 St. Louis in your memory, that she ought to be a little less  
7 harsh?

8 A I don't know if I used "harsh" or the attributes that  
9 I have written here, but I have used terms to the effect that  
10 she needs to consider how she comes across to people, her  
11 behavior, use of terms, pounding on desks, raising her voice,  
12 how that becomes whatever term you want to use -- harsh.

13 Q Is there anybody else in the Washington office, in the  
14 partnership level, who shows that kind of behavior in your  
15 judgment -- raising voice, pounding desks?

16 A That are managers dealing with a partner?

17 Q Partners.

18 A Can I ask my Counsel?

19 Q Sure.

20 A (Witness confers with Counsel.)

21 Well, I will answer it. The part I find partly  
22 abrasive is the fact that Ann was a manager. I think

1 abrasiveness in the way she deals with a partner, that is not  
2 an attribute that I would recommend.

3 Are there other partners in the firm who yell? I  
4 would say that is true.

5 Q Can you name some?

6 A Under a certain set of situations, I have raised my  
7 voice.

8 Q What about Tom Beyer?

9 A I am sure he has raised his voice.

10 Q Well, you have heard him do it; haven't you?

11 A I have heard him do it.

12 Q I want to be clear I understand what you said just  
13 after you consulted with Ms. Ireland.

14 Did you mean to say that it was particularly offensive  
15 because it was done by a manager to a partner?

16 A I think it is offensive to do it, but I think it is  
17 particularly offensive in that relationship that one has with a  
18 partner and a manager. I have never had that done to me by a  
19 manager before.

20 Q So, it is in part, exacerbated by the hierarchy; is  
21 that correct?

22 A Yes.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q Now, I am not clear --

2 A I will give you another example, if I can?

3 Q Oh, sure, absolutely.

4 A When we signed this contract --

5 Q Which contract is this?

6 A FMS, phase two, we had a signing ceremony.

7 Q Okay.

8 A I was the partner who signed the contract. But, Ann  
9 called out senior partner to invite him down to a signing  
10 ceremony. I think that is inappropriate.

11 Q That is Mr. Connor?

12 A Right.

13 Q That sounds a little bit more like office manners more  
14 than real harshness and abrasiveness, but I take it what you  
15 are saying is it comes across to you as a lack of sensitivity  
16 and therefore harshness and abrasiveness; is that correct?

17 A That would be a fair description.

18 Q Now, let me ask you to go back to the unindented last  
19 sentence of that long form comment. Do you recall when you  
20 made this comment? Was it September, 1982?

21 A I think the admission forms -- this is my response.  
22 That would be September.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q 1982?

2 A Right.

3 Q It says, "Nonetheless, she has made an almost  
4 unprecedented contribution to the firm and deserves to receive  
5 our serious consideration for admission."

6 Now, those were carefully chosen words I take it?

7 A I tried to be descriptive of my feeling at the time I  
8 wrote that.

9 Q So, you were not unequivocally endorsing her for  
10 admission. You were only endorsing her for serious  
11 consideration; is that correct?

12 A No, there is a part of the form that one checks to  
13 indicate admission, hold or not to admit.

14 Q That is reflected in the (Yes) at the end of that  
15 paragraph; isn't that correct?

16 A I assume that is correct.

17 Q And that is a vote?

18 A That is a vote.

19 Q But, I am asking you to focus on the wording, "to  
20 receive our serious consideration for admission." You are  
21 pretty careful with words; aren't you, Mr. Epelbaum?

22 A I try to be.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121



1 Q That is not quite the same as saying deserves  
2 admission; is it?

3 A I don't admit anyone, my firm does.

4 Q But, you are asked your opinion of whether she  
5 deserves admission rather than deserves consideration for  
6 admission?

7 A I think I indicated that I voted for her.

8 Q Okay, I won't flog it.

9 Now, somewhere around here, at page 2012 of Epelbaum  
10 Deposition Exhibit No. 1, we get to the computer printout. Let  
11 me show you what we will call Epelbaum Deposition Exhibit No.  
12 3. That, I think, is a reader's guide to the computer printout  
13 on page 2012.

14 (Epelbaum Deposition Exhibit No. 3  
15 was marked for identification.)

16 BY MR. HELLER:

17 Q That is, the various things that are marked on a long  
18 form?

19 A Yes.

20 Q I am not going to take you through all of them.

21 A (Witness peruses document.)

22 Q If you look at page two of Exhibit No. 3, the long

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 form of this long form, I think I have looked down there and  
2 you have put Ann in the third quarter. Which I take it, is at  
3 the 25 to 50% level of achievement for delegating, supervising  
4 and training of other people?

5 A Yes.

6 Q Now, you had been working with Ann for several months  
7 on the --

8 A Where is that recorded on here?

9 Q I think you will find that if you look at the ink  
10 numbers, you are looking at 19, 20 and 21. They way to read  
11 that is to read it down.

12 A Okay. I got it.

13 Q Except when you get to the second 20, it really should  
14 be 30.

15 Did Ann not delegate to other people on the project?

16 A She delegated to other people on the project.

17 Q What was the basis for you giving her a rather low  
18 rating on delegating authority her responsibility?

19 A First of all, I don't think it is low. I think this  
20 is in relationship to other partners. You could be in that  
21 quartile and still do a very fine job, but it is in  
22 relationship to other partners.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q I see. That is going to be your same comment about  
2 the supervising and training; is that correct?

3 A Yes.

4 Q But, you rated her rather lower than most other  
5 partners in these qualities; is that correct?

6 A Yes.

7 Q Most partners?

8 A Well, if that is what the arithmetic says.

9 I felt she kept too much control to herself and did  
10 not delegate more to others. That was the mind set I had at  
11 the time when I prepared this.

12 Q All right, can we go to page three?

13 A Yes.

14 Q I am particularly interested in -- well, let's start  
15 at the very top, 30 and 31. Let's take 30 first.

16 A Now, 30 would be the equivalent of the second 20?

17 Q Yes. Nobody is perfect.

18 On what basis did you rate her relatively low in  
19 activity in professional organizations?

20 A Well, to my knowledge, she did not join any and was  
21 not in any.

22 Q What about civic activities?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A     I think both, and I think we caveated that in the  
2 proposal presentation by saying with her family  
3 responsibilities and her heavy workload that that was not  
4 possible nor asked of her. But, in relation to other partners,  
5 many other partners spend tremendous amounts of hours in those  
6 areas.

7           Q     Now, 32 says that she is in the very top area in terms  
8 of acceptance by partners?

9           A     Yes.

10          Q     You had observed that, I take it, in her dealings with  
11 the other Washington office partners?

12          A     Those that I came in contact with during that time  
13 frame, yes. I think many of the people in the office supported  
14 her and supported her quite strongly, as I did, at this time.

15          Q     To what extent were you aware of Ann's outside  
16 interests? I am asking you with reference to item number 36.

17          A     I was not aware of any.

18          Q     If you go to the printout on page 2012, I think you  
19 see the "B" is generally used where there is no answer, it is  
20 blank?

21          A     Yes.

22          Q     Did you consider just giving a "no answer" on item 36?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 A No, I did not consider giving a "no answer."

2 Q Now, there was an office visit in connection with  
3 Ann's partnership, Mr. Marcellin; is that correct?

4 A That is correct.

5 Q And you met with him?

6 A That is correct.

7 Q We have said that is either late November or early  
8 December. I am going to ask you to look at Deposition Exhibit  
9 No. 2.

10 Had it been perpetual crisis when she was on the  
11 project with you, that is, the State Department Phase Two  
12 project?

13 A At the period of time that we were there, there was  
14 one crisis after another, yes.

15 Q Did you see them as crises, too?

16 A Yes.

17 Q Did you see any of them as manufactured crises?

18 A No, I think it was her perception that they were real.

19 Q I am asking you if it was your perception that they  
20 were real crises.

21 A Not knowing the client as well as she did, I would  
22 agree that I perceived it to be the same way, that they were

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 not manufactured.

2 Q Now, you refer to -- well, there is a sentence in this  
3 comment. Incidentally, are these your comments or are these  
4 Marcellin's summary?

5 A These are Marcellin's reaction to a one hour  
6 conversation. I think they are out of context.

7 Q You think they are out of context?

8 A I don't recall making those kinds of comments that are  
9 down here. I recall making a good deal of them, but I don't  
10 recall taking in great depth or even mentioning the crisis  
11 issue.

12 Q Is there any procedure whereby Mr. Marcellin comes  
13 back to you with his summary of the conversation and says, "Is  
14 this accurate?"

15 A No.

16 Q This is a surprising thing in an audit firm, I must  
17 say.

18 When did you first see these, Mr. Epelbaum?

19 A Yesterday in our counsel's office.

20 Q All right, you tell me what you disagree with in this  
21 Marcellin summary of this meeting with you, that is Epelbaum  
22 Exhibit No. 2.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1           A     My recollection of my conversation with him was to  
2     express to him how my support for Ann had wavered, and I  
3     ultimately suggested a hold because of further input from the  
4     managers I mentioned, my counselling with Ann prior to going to  
5     St. Louis about her relationship with the people there, having  
6     received back from partners in St. Louis, at the partner's  
7     meeting, that the same kinds of situations occurred. The  
8     managers, the peers that worked with Ann don't and did not want  
9     to work with her again.

10           The incident with my advise and how stupid it was  
11     indicated to me that the counsel and the conversations that we  
12     had, had no impact and there was no change in behavior.

13           Q     So, you frankly told Mr. Marcellin that you were now  
14     voting for a hold rather than a yes?

15           A     I think I mentioned that to him.

16           I don't know how some of these other conversations --  
17     I don't even recall talking about crisis management.

18           Q     Let me direct your attention to the sentence that  
19     mentions Steve Higgins. How did he happen to come up here or  
20     do you not recall him coming up?

21           A     I think I mentioned to Roger the fact that other  
22     managers had come up and talked to me about their difficulties.

1 Steve was also a partner candidate at that time. We discussed  
2 Steve Higgins and I think it was a natural extension of that  
3 conversation to ask if Steve or I could have, in my opinion,  
4 could have managed and successfully won a proposal of that  
5 size. I have, in all honesty, some real doubts whether we  
6 could.

7 Ann did it. We were not in that situation and I don't  
8 know if we could have done as well.

9 Q You have probably told us enough to explain the  
10 sentence after that, but now I come to a sentence that says,  
11 "Ann wants to win; I don't know where she would draw the line."

12 A I don't recall. My criticisms of Ann have never been  
13 in that area. I don't know where this came from.

14 Q You had no doubts about her integrity, for example?

15 A No.

16 Q You say, "I don't enjoy working with her." I take it,  
17 by then, that was your firm conviction?

18 A That was my conviction.

19 Q And you have told us the reasons for that. Are there  
20 any others that you have not told us?

21 A There are subsequent events that turned my "hold" to a  
22 "no."

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121



1 Q I am going to come to those. As you can see we are  
2 marching forward in time.

3 A Okay, I understand.

4 Q Now, you say, "I avoid her socially." I would like to  
5 ask you what partners you do spend time with socially?

6 A I avoid all managers. I don't have heavy social  
7 contact with managers, but partners in the office, today,  
8 probably, Lew Krulwich, Mark Magonage?

9 Q Who?

10 A Mark Magonage.

11 Q When he was made partner?

12 A He was a direct admission.

13 Q What does that mean?

14 A He had an adequate level of experience and standing in  
15 the community that instead of coming in as a manager and  
16 progressing within the firm, a partnership proposal was drafted  
17 and we voted on him as a direct admission.

18 Q When?

19 A 1982 or '83, I don't recall. He is not the first to  
20 be admitted in that fashion.

21 Norm Hollander, Larry Portnoy -- we are going to  
22 dinner tomorrow night.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           Q     But, as you say, you avoided social contact with  
2 managers generally, is that correct?

3           A     Generally.

4           Q     Why is that?

5           A     Oh, I think the differences in income level creates  
6 pressures on some of our younger managers. It is difficult to  
7 go out to dinner -- a hundred dollars for dinner for me does  
8 not mean quite the same as it does to somebody making  
9 considerably less. I find as I get older and my interests  
10 change, I have less in common.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Q. Did you make that clear to Mr. Marcellin?

2 A. I am not sure I did.

3 Q. Because if I understand you correctly, this last  
4 statement, "I avoid her socially," is a statement that you  
5 could have made about anybody else who was not yet a partner.

6 A. That is correct.

7 Q. That takes us to the end of November, anyway, and  
8 maybe into early December. What subsequent events converted  
9 you from a -- you had already been converted from a "yes" to a  
10 "hold."

11 A. That is correct.

12 Q. What subsequent events converted you from a "hold"  
13 to a "no"?

14 A. There were two. Ann had a visit -- Ann went up to  
15 Joe Connor. When she came back from her meeting with Joe, she  
16 and I had lunch to discuss that. We had lunch at a restaurant  
17 in Rosslyn.

18 She described in great detail that Joe went  
19 through each of the partner response forms and indicated that  
20 certain individuals -- "Norm Statland votes against  
21 everybody."

22 "John Fridley, who is John Fridley. His vote does  
23 not count anyhow."

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           Ann said to me that Joe used his chit this year to get  
2 Henry Lum and Fred Pshyk admitted and he would use the chit  
3 next year to get her admitted.

4           My impression of that meeting was an attempt to  
5 intimidate me into voting for her and to get the word out to  
6 the fellows in St. Louis that if they did not, Joe would be  
7 real upset.

8           Q.     What gave you the basis for that interpretation?  
9 Why did you interpret it that way as opposed to simply a  
10 factual report of a meeting with Mr. Connor?

11          A.     Just the tone.

12          Q.     Do you recall any statements by Ann Hopkins that  
13 suggested to you that she was trying to intimidate you as  
14 opposed to what you have just described as a summary of her  
15 report of the meeting?

16          A.     My recollection is that she did not say to me, "If  
17 you do not vote for me, Joe is going to slap your hand or take  
18 shares away or anything like that, but I -- my impression of  
19 the meeting, my feeling about that was her motive for going  
20 into great detail in describing the conversation with Joe was  
21 a move to intimidate me.

22          Q.     Did you discuss this with anyone else after the

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 meeting with Ann?

2 A. Not until I -- not until the subsequent event and  
3 then I went to Beyer and said that I no longer could support  
4 her.

5 Q. But let me -- before we get to the subsequent  
6 event, did you call Mr. Connor and say --

7 A. No.

8 Q. Did you call Coffey?

9 A. No.

10 Q. Did you call anybody else in St. Louis to suggest  
11 to them that you had gotten this impression from the meeting  
12 with Ann Hopkins?

13 A. No.

14 Q. Can you place this in time, this meeting?

15 A. I think if we did a little checking we could  
16 pinpoint it specifically. It was after Ann found out that she  
17 was not going to be a partner. I would say it was in the  
18 April/May time frame, April, early May.

19 Q. Do you recall the day that that news was broken to  
20 her that she was not to be made a partner?

21 A. I think it was a Friday.

22 Q. Do you recall having a conversation with her that

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 day?

2 A. I do not know if I -- I did not break the news to  
3 Ann. I may have had a conversation with her subsequent to  
4 that.

5 Q. You do not recall specifically a conversation on  
6 the day when, in fact, or the day before, I believe, the  
7 partnerships were announced?

8 A. That is a different -- you are asking me a  
9 different question.

10 Q. That is what I was trying to ask before. I am  
11 frequently not very successfully --

12 A. Let me make the record clear. When she was told  
13 that she was not going to be admitted, I did not speak to her.  
14 I had a conversation with her before the partnership list was  
15 posted.

16 At that meeting, I suggested to Ann that she might  
17 consider whether she wanted to come in that day, because I  
18 have had experience with John Fridley, who was not admitted  
19 and was placed on hold, and I, as a result of that experience,  
20 recognized that there are two periods of depression.

21 Obviously, once, when you are told; and, secondly,  
22 once you see the list go up and you perceive your

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 relationship or your strengths versus those individuals that  
2 are up on the list.

3 Q. Did you make any comment about the people on the  
4 list?

5 A. I recalled being unhappy with one individual on  
6 the list, yes.

7 Q. How many were on the list?

8 A. In the fifties, I guess.

9 Q. I am sorry to do it, but I think I have to ask you  
10 who the person is you are unhappy with.

11 A. He is no longer with the firm, Larry Kikkert,  
12 K-i-k-k-e-r-t.

13 Q. All right. Did you make any comment about the  
14 list that she was going to see to Ann Hopkins in this  
15 conversation?

16 A. I suggested, as I said, that she not consider --  
17 consider not coming in, because I think that she is going to  
18 find people on there that she feels are not her equal, which  
19 is a typical reaction.

20 Q. She is going to see people that -- say that again,  
21 I am sorry.

22 A. She is going to see people that she is not going  
23 to think are not her equals, that should not have gotten in

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 and she should have gotten in ahead of them.

2 Q. Did you say that you -- did you say anything that  
3 implied that you agreed with her, that there were people that  
4 were not her equals?

5 A. At that particular time, I felt that Ann was still  
6 a quality candidate and I felt a great deal of sympathy for  
7 her and I may have made comments to that effect, yes.

8 I was also not happy with that one individual, so  
9 I would think --

10 Q. Did you at any time tell Ann Hopkins, before the  
11 announcement of the partnership, that you had indicated to  
12 Mr. Marcellin that you believed that she should be put on  
13 hold?

14 A. No.

15 Q. Now, you said there was one other incident. I  
16 certainly want you to tell us about it.

17 A. We had a meeting in Tom Beyer's office attended by  
18 Steve Higgins, Tom Colberg and Ann. We were discussing the  
19 feasibility of moving one of the people that worked for him on  
20 the REMS job to FMS.

21 Q. Who is that person?

22 A. Jamie McCullough.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121



1           A.     We had a fairly long conversation and Ann said that  
2 this individual could be moved without question.

3                 I asked Ann, "This kind of came on you pretty  
4 quickly. Don't you want to go back and check your work plan,  
5 talk with your people." She said, "Don't tell me how to run my  
6 job. I know what can be done." Again, raising her voice, being  
7 very short with me.

8                 The next day I got a phone call from Ann, "If I  
9 move that person, my job is over. I cannot afford to lose that  
10 person."

11                That happens in our business, but people do not  
12 come out and speak without qualification and indicate with  
13 great force and vigor that something can be done, "Don't tell  
14 me how to manage my job." Those were the terms that I recall  
15 from that meeting.

16           Q.     What did you say to her?

17           A.     I was upset. I said, "Ann, you do what you have  
18 to do." And that was the end of the meeting. Jamie McCullough  
19 never joined FMS.

20                Shortly thereafter, after reconsidering all of the  
21 things I mentioned in my testimony, I went to Tom Beyer and I  
22 said, "I cannot support Ann."

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 Q. Can you tell us when this was?

2 A. Late May, early June, prior to the discussion we  
3 had with the partners in total. I felt that as the PIC of the  
4 office, he should know before anyone how I felt.

5 Q. Did you give your reasons?

6 A. I gave the Joe Connor incident. I gave  
7 interpersonal skills. I gave the incident with Jamie. I think  
8 I have given more specific information here than I gave Tom,  
9 but I told Tom how I felt. He did not agree with me. He  
10 questioned the depth of my feeling, but I think he respected  
11 the fact that I had my views and based on how I felt I reached  
12 a conclusions and we pursued whether Ann would be proposed  
13 that year after that conversation with the group in OGS.

14 Q. Did you discuss your feelings with other people  
15 before the meeting that came to consider this?

16 A. No. I went to see Tom.

17 MR. HELLER: Let me ask the Reporter to mark as  
18 Deposition Exhibit No. 4 another group of papers.

19 (Warder Deposition Exhibit No. 4  
20 was marked for identification.)

21 BY MR. HELLER:

22 Q. Before we move on to the document that has just  
23 been put in front of you, during this discussion with

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 Mr. Beyer, did you say just a few moments ago that you  
2 discussed with Mr. Beyer whether or not Ann Hopkins would be  
3 repropose as a partner?

4 A. No, I said that I told Tom I could not support her  
5 for the coming year's partnership proposal.

6 Q. But you expected her to be repropose. Is that  
7 correct?

8 A. I just voiced my opinion. It is a group decision.  
9 There are partnership proposals where the partners in the  
10 office are not unanimous.

11 Q. Did he have anything to say about the likelihood  
12 of her being repropose?

13 A. Not that I recall. He just focussed on my  
14 feeling.

15 Q. Did you, at any time before that meeting, whether  
16 initiated by you or not, discuss with any of the other OGS  
17 partners the forthcoming consideration of Ann for repropose  
18 for partnership?

19 A. Prior to my meeting with Tom?

20 Q. Prior to or after, but before the actual meeting  
21 when she -- when that was discussed among all the partners?

22 A. We talk about partner candidates quite often. It

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 is not unusual to discuss candidates. I did not, to my  
2 recollection, talk to anyone before I talked to Tom.

3 Q. After you talked with Tom Beyer, you did discuss  
4 with other partners your own view. Is that correct?

5 A. That is probably true.

6 Q. You feel you lobbied, in effect, them to consider  
7 rejecting Ann?

8 A. You are giving me more power than I -- than anyone  
9 has. You are giving me credit for more power than anyone has.

10 Q. Well, who do you consider was the most viable  
11 anti-Ann Hopkins spokesman when her repropoal came to be  
12 considered by the OGS partners?

13 A. Should you not ask others?

14 Q. No, in your judgment.

15 A. I think a number of people made comments from  
16 their vantage point that impressed me. I think my comments  
17 were accepted by the group. I think Steve's were accepted.

18 There were subsequent events that occurred, the  
19 second partner review of the REMS job, quality control review  
20 conducted by some of our senior managers from different  
21 offices.

22 Those thing, I am sure, had a bearing on what the

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 group felt in total.

2 Q. Let's look at the document that has been marked as  
3 Eplebaum Deposition Exhibit No. 4.

4 MR. HELLER: Let me state for the record that  
5 this has been previously identified as Mr. Beyer's notes of  
6 the meeting at which it was finally decided that the  
7 Washington -- the OGS partners would not support Ann for  
8 reproposal for partnership.

9 BY MR. HELLER:

10 Q. It says at the top "July, 1983." Is that your  
11 recollection of the time?

12 A. That is correct.

13 Q. It looks to me, starting with the first page that  
14 the "E" must be you. Is that correct?

15 A. That is correct. I would assume it is correct.

16 Q. If I read those notes correctly about what is  
17 attributed to you there, it says you cannot support her this  
18 year whereas, and I think the Xerox did not catch the edge of  
19 that, but you did last year.

20 A. "Whereas I did last year"?

21 Q. Well, that is what it looks like. Is that true?  
22 Is that what you said?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           A.     I do not know now the question.

2           Q.     Do you see the -- yes, you are pointing correctly  
3 at the language that I am also referring to. Did you say  
4 anything like, "I had supported her last year, but I can't  
5 support her this year"?

6           A.     I described my feeling for Ann over the course of  
7 the year. I did support and I voted for her candidacy.

8           Q.     Did you tell people that you had already  
9 communicated to Marcellin that you supported her for a "hold"?

10          A.     I may. I do not recall.

11          Q.     Now, you refer to "people skills, people said they  
12 did not want to work for her." "Her" is chopped off again.  
13 And then there is an arrow pointing over to a group of names  
14 over in the left margin under some doodles: "McClure,  
15 Colberg, Higgins, Geller."

16                 Now, your understanding that those people did not  
17 want to work for her pre-dated, as I understand it, your  
18 completion of the long form?

19          A.     That is correct. "Pre-dated." These individuals  
20 told me after I submitted my long form that they --

21          Q.     Oh, after, so it is post dated?

22          A.     Right.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1           Q.     But before you talked to Mr. Marcellin. Is that  
2 correct?

3           A.     That is correct.

4           Q.     Now, there is this phrase "crisis manager."

5           A.     That is correct.

6           Q.     That is pretty much your phrase, is it not,  
7 Mr. Eplebaum?

8           A.     That is not my phrase. That is what those people  
9 they said they did not enjoy about working for Ann and maybe  
10 that is how that phrase got in Mr. Marcellin's testimony.  
11 That is not my phrase.

12          Q.     Could you explain what you thought they meant by  
13 it?

14          A.     Yes -- well, let me tell you what I meant or what  
15 that -- how this came up. I do not know if I described it in  
16 the detail I am going to describe it now.

17                 These managers told me that they would work for  
18 Ann and they would listen to what Ann said and then they would  
19 go into another meeting and decide what the heck they should  
20 do.

21                 Some of these managers said that there were  
22 obscenities written on some of the work that they did. I did

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 not see any of that.

2 Q. Did they ever show it to you?

3 A. No.

4 Q. Now, Higgins comes up next, I guess. He is a  
5 little more qualified in his feelings about her, although I  
6 take it ultimately he voted against her. Is that correct?

7 A. I do not know in what context. He could not have  
8 voted against her during the partnership process, the  
9 admissions process, because he was a candidate the same year.  
10 What vote are you referring to?

11 Q. Is this Steve Higgins talking there or is this  
12 just a further summary of what you said about him?

13 A. This is my impression that this is Steve Higgins  
14 talking. At the time these notes were taken, Steve Higgins  
15 was a partner.

16 Q. Yes. So, the next entry after what we have been  
17 discussing as yours on the first page is Steve Higgins  
18 talking?

19 A. I presume it is.

20 Q. The next entry that is labeled "DE" is the bottom  
21 of the next page and it is, "How do the rest of you feel" and  
22 I think it is -- the second line is "How many can support?"

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121



1 A. Yes.

2 Q. So, you were, in effect, asking for a straw vote  
3 at that time. Is that correct?

4 A. I presume that that is what that meant. There is  
5 no time sequence in these comments, so I do not know at what  
6 point in the --

7 Q. How long was the meeting?

8 A. As I recall, it ran more than one day. It was a  
9 multi day meeting, maybe the sum of which added up to six or  
10 eight hours. That is my recollection.

11 Q. Do you recall anything else that you said at this  
12 meeting?

13 A. I think I described to you the kinds of feelings  
14 that I have had over the course of the year in question and I  
15 related much of what I said to you to my partners in a candid  
16 and open discussion.

17 Q. Now, over on Page 003553, which is the fourth  
18 page, again, that is you, I guess, that is you talking. You  
19 seem to be saying that they experienced the same kind of  
20 crisis management after leaving the FMS job. "St. Louis saw  
21 it on the Farmers Home Administration proposal."

22 Had you talked to Mr. Coffey about that in the

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

1 period before this meeting?

2 A. I talked to Tim at the partners' meeting in late  
3 September or I talked to him on the phone after September. I  
4 talked to John Fridley. And I think I mentioned in my  
5 deposition earlier that I had had contact with them and had  
6 gotten similar kinds of readings from the St. Louis office in  
7 that the peers that she worked with did not want to work with  
8 her again.

9 Q. Did Mr. Coffey tell you how he had voted on her  
10 partnership?

11 A. I think he was positive.

12 Q. Now, let me go to the next entry on that same  
13 page, below a little square thing that I do not even know that  
14 I can read, but there you are again. Can you read what that  
15 summarizes you were saying?

16 A. No, I cannot.

17 Q. It looks like "underestimate partners." Do you  
18 recall saying that to anybody else?

19 A. I do not know what it means.

20 Q. Now, over on the final page, there is a slashed  
21 comment or position attributed to both you and to, I take it,  
22 Mr. Warder, "BBW." I cannot read that entirely. Can you read

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 it?

2 A. I do recall Pete made a suggestion. Pete MacVeagh  
3 made a suggestion.

4 Q. What was that suggestion?

5 A. That Ann be taken off of REMS and be given an  
6 opportunity to work for other partners after careful counsel  
7 to see if the difficulties that we had with her for this year  
8 could be corrected.

9 I assume that that -- although I cannot read it  
10 either -- I assume that that is what that refers to.

11 Q. It may say something like "the choice should be  
12 hers."

13 A. I think it was our suggestion and the choice was,  
14 in fact, hers. I do recall that there was obviously a choice  
15 on it.

16 Q. Did you indicate in that meeting any likelihood  
17 that you would change your position about her?

18 A. I indicated that based on my experience in talking  
19 to her about the deficiencies that I indicated in her ability  
20 to change those -- that in my opinion she would have a  
21 difficult time proving to us in the future -- but I was  
22 willing to -- and I voted for Pete's suggestion.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1 MR. HELLER: I think it would probably be a  
2 sensible time to take a break and see whether there is more  
3 and if so, how much and how long. Off the record.

4 (A brief recess was taken.)

5 MR. HELLER: On the record.

6 BY MR. HELLER:

7 Q. Mr. Eplebaum, you mentioned your feelings about  
8 Mr. Kikkert. Since he has departed, could you explain what  
9 they were a little better and why?

10 A. Oh, many years ago I had attended a management  
11 group seminar meeting and I was not impressed with a  
12 conversation I had with him, with his attitude, the amount of  
13 liquor he consumed and I thought he was a poor choice.

14 Q. Have you --

15 A. Unfortunately, that experience was many years ago  
16 and I did not feel I had the current information to write  
17 something on it.

18 Q. Do you recall any other incidents in which you  
19 voted against partnership on what we might we call  
20 interpersonal skill, the basis of interpersonal skills?

21 I think, by the way, to comfort you, if necessary,  
22 we can avoid names. We can just talk about them as people.

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1           A.     I am trying to go through who I voted against. I  
2 do not recall. I do not think I did.

3           Q.     Did you have any discussion -- well, let me -- on  
4 a follow-on, do you remember how many partners proposed, not  
5 precise, but in general numbers, you have voted against over  
6 the years that you have been a partner?

7           A.     I can name three.

8           Q.     Did you vote against Mr. Kikkert?

9           A.     I did not vote on Mr. Kikkert.

10          Q.     Did not vote at all?

11          A.     Right.

12          Q.     Not even a short form?

13          A.     No.

14          Q.     Did you have any conversation with Ann Hopkins  
15 following this meeting at which it was decided not to support  
16 her for partnership, about the end result of that meeting and  
17 her future?

18          A.     She called me at home.

19          Q.     Do you recall when in relationship to the meeting?

20          A.     Shortly thereafter.

21          Q.     She called you at home and what was the  
22 conversation as you recall it?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1           A.     She pleaded with me to tell her the results and to  
2 offer my person suggestion on what she should do. I use the  
3 term "pleaded" because I repeatedly, four, five, six times,  
4 said, "Why don't you wait until tomorrow and talk to --" I  
5 forgot if she was going to talk to Tom or to Pete MacVeagh.

6                     Ann kept saying --

7           Q.     Tom is Tom Beyer for the record?

8           A.     Tom Beyer. She kept saying, "Don, tell me.  
9 Please tell me. Please tell me. What do you think I should  
10 do?"

11                    And I did not want to break the trust or convey  
12 our conclusion, because it was to be presented by others and  
13 they were preparing it.

14                    She pleaded and she asked what she should do and I  
15 said, "In my opinion, I would leave the firm."

16                    Before she said that, she said, "Look, I am a  
17 Southern lady and I know how to exit gracefully." And I  
18 quote.

19           Q.     Do you recall any times when you have had a real  
20 confrontation with Ann Hopkins in which -- apart from the  
21 Jamie McCullough incident -- you, in effect, clearly know your  
22 feelings about her behavior, her actions?

**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 808  
WASHINGTON, D.C. 20005  
(202) 628-2121

1           A.     I think that was the one that was most visible.

2                   MR. HELLER: I do not think I have any further  
3 questions. Off the record.

4                   (Whereupon, at 11:55 o'clock a.m., the deposition  
5 of Donald Eplebaum was concluded.)

6                                   \*\*\*\*\*  
7

8                   I have read the foregoing pages which reflect a  
9 correct transcript of the answers given by me to the questions  
10 herein recorded.  
11

12 \_\_\_\_\_  
13 DATE

\_\_\_\_\_  
DEPONENT

**Diversified Reporting Services, Inc.**


1511 K STREET, N.W. SUITE 808

WASHINGTON, D.C. 20005

(202) 628-2121

CERTIFICATE OF NOTARY PUBLIC

I, Elma S. Dirolf, the officer before whom the foregoing deposition was taken, do hereby certify that the witness whose testimony appears in the foregoing deposition was duly sworn by me; that the testimony of said witness was taken by me using stenomask dictation and thereafter reduced to typewriting under my direction; that said deposition is a true record of the testimony given by said witness; that I am neither counsel for, related to, nor employed by any of the parties to the action in which this deposition was taken; and, further, that I am not a relative or employee of any attorney or counsel employed by the parties hereto, nor financially or otherwise interested in the outcome of this action.

  
\_\_\_\_\_  
Notary Public in and for the  
District of Columbia

My commission expires  
September 30, 1989

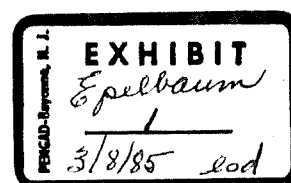
**Diversified Reporting Services, Inc.**

1511 K STREET, N.W. SUITE 804  
WASHINGTON, D.C. 20005  
(202) 628-2121



ANN B. HOPKINS

OGS



PRIVATE

PROPOSAL FOR ADMISSION  
TO PARTNERSHIP AT JULY 1, 1983

Name ANN BRANIGAR HOPKINS Office OCS

Department MAS

Attained age  
at July 1, 1983 39

Place of birth Galveston, Texas

Citizenship USA

For MAS candidates, indicate specialty:

Marital Status Married

EDP           

Management Science/  
Modeling           

FPC X

Age(s) of children 6, 5 & 2

OPC           

Other (indicate)

Large Project Management

Colleges and degrees with years attended and honors, if any:

Hollins College, B.A., with honors, Sept. 1961-June 1965

Indiana University, M.S., Sept. 1965-June 1967

CPA certificate: Yes             
No X

What state(s)           

Date engaged 8/7/78 Date of contract 8/7/78

Years (busy seasons) of actual experience through June 30, 1983:

Interruption in PW service N/A

PW 5

Describe           

Other equivalent 11  
(describe under prior business experience)

Prior business experience:

American Management Systems, Management Consultant, 1977-1978

Touche Ross & Co., Management Consultant, 1973-1977

Computer Usage Company, Systems Consultant, 1970-1973

Computer Sciences Corporation, Assistant Department Manager, 1969-1970

International Business Machines, Senior Systems Analyst, 1967-1969

Offices to which attached and dates:

Office of Government Services, 8/78 to present

Significant outside activities (list professional memberships only if active in committee or officer roles):

With her full-time client load (over 2,400 chargeable hours for each of the past two years) and her family responsibilities, Ms. Hopkins has had little opportunity to pursue significant outside activities.

NAME ANN BRANICAR HOPKINS

Participation in ASR, Peer Review, major C/E assignments or other significant firmwide activities during the past five years (indicate name(s) of partner(s) responsible for ASR and Peer Reviews or activities):

<u>Activity</u>	<u>Supervising Partner</u>	<u>Hours</u>	<u>Dates</u>
o MAS Quality Control Review - Houston	J. W. Kercher	40	6/9-11/82
o Major proposal to Farmers Home Admin.	T. M. Coffey	100	7/14 - 8/6/82
o Discussion moderator at Mgmt. Group Seminar	D. F. Markstein	8	6/80

Chargeable hours for each of the last five years (explain significant variations from the norm)

F/Y	1982	1981	1980	1979	1978
	2,442	2,507	1,104 (significant proposal writing efforts)	"	"
			1,062 (	"	"
			N/A		

Major clients or projects\* (over 100 annual chargeable hours of candidate's time) during the past five years.

<u>Client or Project</u>	<u>Engagement or Project Partner</u>	<u>Chargeable hours to 6/30</u>				
		<u>1982</u>	<u>1981</u>	<u>1980</u>	<u>1979</u>	<u>1978</u>
Bureau of Indian Affairs -	L. Krulwich					
Financial Management	N. Statland			600	1000	
System Conversion	J. Adams					
Dept. of State - Design	T. Beyer	2442	2507	400		
& Implement Worldwide	N. Statland					
Financial Management	B. Warder					
System	D. Epelbaum					

Distinguishing characteristics - how will this person contribute to enhancement of the partnership in the manner described in PAR 015?

See attached memorandum

July 28, 1982  
Date

Thomas A. Meyer  
Partner in Charge  
(Or other proposing partner)

\*Including tax department assignments on multiple clients for one

ATTACHMENT TO  
PROPOSAL FOR ADMISSION  
TO PARTNERSHIP AT JULY 1, 1983  
ANN BRANIGAR HOPKINS

Ann Hopkins performed virtually at the partner level for the last two years for the U. S. State Department. While many partners were "involved" with the client, State Department officials viewed Ann as the project manager, supervising twenty staff and ten client personnel. This was a difficult job--highly competitive, demanding delivery schedules, and a volatile client. For two years of late nights and long weekends, Ann carried her team through requirements definition and conceptual design of a worldwide financial management system which embraced all accounting, budgeting, disbursing, financial reporting, payroll, and property systems, as well as such technical issues as data processing design, mini-computer distributed networks, world-wide telecommunications, cost allocation, and establishment of accounting principles. In short, this single engagement included the core of the fastest and largest element of our MAS practice.

Then, with the deft touch of an outstanding professional, Ann delivered a superior, distinctive proposal describing our detailed approach to, and qualifications for, the implementation of the FMS in embassies and posts throughout the world. It was an outstanding performance and the State Department agreed as they awarded the \$25 million project to our firm.

Ms. Hopkins brought an eleven-year background in large systems projects to the firm. In her five years with the firm, she has demonstrated conclusively that she has the capacity and capability to contribute significantly to the growth and profitability of the firm. Her strong character, independence and integrity are well recognized by her clients and peers. Ms. Hopkins has outstanding oral and written communication skills. She has a good business sense, an ability to grasp and handle quickly the most complex issues, and strong leadership qualities. Ms. Hopkins has proven that she can market, manage and control large, technical, computer-based systems design and development projects. This highly developed skill is adaptable to both commercial and public sector clients and is an especially critical need for MAS activities in all offices. All the partners in the Office of Government Services strongly support her candidacy and look forward to her admission.

A.B. HOPKINS  
SHORT FORM  
#1

No comments. (Yes)

Kelly

Green

My only contact with Ann was on the FMHA proposal this past July/Aug.

She tended to alienate the staff in that she was extremely overbearing. Ann needs improvement in her interpersonal skills. She also demonstrated an apparent lack of tech skills. (Insuff)

Ann's performance at the State Dept can only be described as "fantastic." She knows how to deliver superior, distinctive client services. (Yes)

Laughlin

Ann has the "will" to get things done. There is no question as to who leads the projects she is responsible for. Ann has very high strength of conviction. (Yes)

Lohneis

I am bothered by the arrogance & self-centered attitude that Ann projects. Also while she may be admired by some she appears to be simply tolerated by others. She may not be of value outside current (OGS) environment. (Insuff)

Haller

Observation through office association. (Yes)

Simonetti

Ann is hardworking, determined & relentless. She can also be abrasive in dealing with staff members.

Hartz

I have no question about her tech competence. I believe the key question regarding her admission is "Will her personality limit her ability to successfully market work, retain staff & maintain satisfactory relations with her ptrs?" (Insuff)

I have known Ann for the last 2 yrs. Her office is next to mine. I have not worked with her, but have been an interested observer of her mgmt of the 1st State Dept project & her rapid growth as a professional & as a person. She unquestionably has the scope, stamina, skills & experience to run successfully the very large projects that contributed so much to our present & potential growth. As a person she has matured from a tough-talking somewhat masculine hard-nosed mgr to an authoritative, formidable, but much more appealing lady ptr candidate. She should now become a lady ptr. (Yes)

MacVeagh

A.B. HOPKINS  
SHORT FORM  
#2

M012

I was second on a large project for Bureau of  
Indian Affairs. Ann was project mgr. (Yes)

JB Adams

I believe Ann does not possess the leader-  
ship qualities we desire in our ptrs. Also,  
in my exposure to her, albeit about 3 yrs ago,  
I seriously questioned her tech knowledge of  
data processing. (No)

Wheaton

M012

A.B. HOPKINS  
SHORT FORM  
#3

Known through frequent in-office interaction & review of proposals prepared by her. (Yes)

Jones

During the QCR Ann demonstrated a high degree of independence & impartiality of mind & courage of her convictions in evaluating the jobs she was assigned.

PR Powell

She is however somewhat lacking in the congeniality dept. (Yes)

I have observed Ann on a casual in-office basis for the period 8/79-12/81. I have been impressed & would be pleased to have her as a ptr. (Yes)

Gross

Strength - ability to "pull together" the details into the QCR report, take charge attitude.

Kercher

Weaknesses - not good communicator, seemed "rough". (Insuff)

I have no first hand working relationship with Ann. All my input comes through 3-5 MAS sr mgrs who have worked with her extensively - it is uniformly negative. She is not tech respected & her interpersonal relationships are extremely poor. (Insuff)

Docter

Relationship - Has offered to teach numerous times & has taught some MAS seminars, which is my only relationship to Ann. She appears to me to be articulate, tough minded, supportive of PW as opposed to being self-serving. (Insuff)

Markstein

While I have only limited exposure to Ann as a result of work in the OGS office,

Everett

I do not want her as my ptr. I cannot comment on her technical skills, however she is universally disliked by the staff and, in my judgment, does not possess the interpersonal skills or personal attributes that are critical. (No)

Basis of evaluation - exposure to candidate at firm mtgs. (No)

Carroll

I know Ann through: attending a CE course she instructed; attending a MMGS seminar with her; having several discussions with her relating to governmental pricing. (No)

Brugos

Ann is a "tough cookie." She is a no nonsense; take charge type of person. There was no question in the minds of the staff of the State Dept job as to who was running the engagement - Ann was. (Phase I). (Yes)

Hart

M012

A.B. HOPKINS  
SHORT FORM  
#3 - Page 2

Fridley

In 1980 I conducted an ASR (QCR) in OGS; which included reviewing a project for the Bureau of Indian Affairs which Ann served as project mgr.

During my review of the BIA engagement, I was informed by Ann that the project had been completed on sked & within budget. My subsequent review indicated a significant discrepancy of approx \$35,000 betw the proposed fees, billed fees & actuals in the WIPS. I discussed this matter with Ann, who attempted to try & explain away or play down the discrepancy. She insisted there had not been a discrepancy in the amount of underrealization. Unsatisfied with her responses, I continue to question the matter until she admitted there was a problem but I should discuss it with Krulwich. My subsequent discussion with Lew indicated that the discrepancy was a result of 500 additional hrs being charged to the job (at the request of Bill Devaney .. agreed to by Krulwich) after it was determined that Linda Pegues, a sr consultant from the Houston off working on the project, had been instructed by Ann to work 12-14 hrs per day during the project but to only charge 8 hrs per day. The entire incident left me questioning Ann's staff mgmt methods & the honesty of her responses to my questions.

In July/Aug 82 Ann assisted the St. Louis MAS practice in preparing an extensive proposal to the Farmers Home Admin (the proposal inc 2800 pgs for \$3.1 mil in fees/expenses & 65,000 hrs of work). The proposal was completed over a 4 wk period with approx 2000 plus staff/ptr hrs required based on my participation in the proposal effort & sub discussions with St. L MAS staff involved. Ann's mgmt style of using "trial & error techniques" (ie, sending staff assigned off to prepare portions of the proposal with little or no guidance from her, & then her subsequent rejection of the products developed) caused a complete alienation of the staff towards Ann & a fear that they would have to work with Ann if we won the project. In addition, Ann's manner of dealing with our staff & with the Houston sr consultant on the BIA project, raises questions in my mind about her ability to develop & motivate our staff as a ptr. (No)



M012

A.B. HOPKINS  
SHORT FORM  
#3 - Page 3

My contact is limited to a few conversations. She is very intelligent but appears to be weak in interpersonal skills. (Insuff)

FR Johnson

Ann participated in Houston QCR in 82. Prior to that she managed a job that I provided a staff consultant to work for her (the 79-80 Bureau of Indian Affairs) - where the staff worked 10 or more hrs/day & reported 8 hrs.

Devaney

This classic OGS technique blew up in my face when upon return, the staff said what do I do to get paid for the 500+ hrs worked & not reported? (No)

I worked with Ann in the early stages of the 1st State Dept proposal. I found her to be a) singularly dedicated,

Whelan

b) rather unpleasant. I wonder whether her 4 yrs with us have really demonstrated ptr qualities or whether we have simply taken advantage of "work-aholic" tendencies. Note that she has held 6 jobs in the last 15 yrs, all with outstanding companies. I'm also troubled about her being (having been?) married to a ptr of a serious competitor. (Insuff--but favor hold, at a minimum)

Ann's exposure to me was on the Farmers Home Admin proposal. Despite many negative comments from other people involved I think she did a great job and turned out a first class proposal. Great intellectual capacity

Blythe

but very abrasive in her dealings with staff. A suggest we hold, counsel her and if she makes progress with her interpersonal skills, then admit next year. (Hold)

A.B. HOPKINS  
LONG FORM  
VI.

M012

She can write, sell, perform & collect systems assignments like I've ever known. This gal will bring in for more than she could ever hope to take out of the firm. (Yes)

Beyer

Ann has many superior qualities. She is innovative, highly intelligent, articulate, self-confident & assertive. She has worked long & hard in a difficult environment & has gained the respect of the client. She has played the key role in our PD activities at the State Dept.

Epelbaum

At time, however, she can be abrasive, unduly harsh, difficult to work with &, as a result, causes significant turmoil. Nonetheless, she has made an almost unprecedented contribution to the firm & deserves to receive our serious consideration for admission. (Yes)

Outstanding MAS professional in fastest growing area of MAS (+OGS) practice -- systems design & implementation. First rate in handling the most difficult client assignments (Dept of State) & is very creative & analytical in developing & conducting work. Excellent in training & assisting staff. I trust Ann's judgment on both tech & business matters & believe she can become the "big job" client service partner we need. With her husband & family, she is a fine person with a high sense of integrity. (Yes)

Krulwich

M012

A.B. HOPKINS  
LONG FORM  
VII.

Hopkins is aggressive, bold & mesmerizing of clients and ptrs.

Statland

Staff does not like working for her. Her judgment is not always good, i.e., she will bend to client demands too easily. Writes & speaks well, commands authority - little substance-potentially dangerous. (No)

Ann needs a chance to demonstrate people skills.

Coffey

She has a lot going for her but she's just plain rough on people. Our staff did not enjoy working for her. There is a risk that she may abuse authority. (Hold)

While Hopkins has made a major contribution to the firm, she still has a few rough spots which need to be corrected. (Hold)

Warder

M012

A.B. HOPKINS  
LONG FORM  
VIII.

Beyer

Hopkins is probably too bright; she probably drives too hard.

On occasion, she'll forget herself & lose sensitivity for staff.

But ... not one staff member ever suggested, throughout State project over 2 yrs in duration, that Ann was not an outstanding leader & should be replaced. Ann should be a ptr. (Yes)

A. B. HOPKINS  
SHORT FORM  
#3

Contacts with Ann are only casual - several mtgs at  
OGS and MMGS sessions.

CG Hoffman

However, she is consistently annoying and  
irritating - believes she knows more than  
anyone about anything, is not afraid to  
let the world know it. Suggest a course  
at charm school before she is considered for  
admission. I would be embarrassed to intro-  
duce her as a ptnr. (No)

CANDIDATE M012

	LONG FORMS	SHORT FORMS
FAVOR ADMISSION THIS YEAR	3	10
FAVOR HOLD	2	1
DO NOT FAVOR ADMISSION	1	7
INSUFFICIENT BASIS FOR OPINION	-	8
TOTAL	6	26

	LONG FORM PERCENTAGES			
	TOP QUARTER	SECOND QUARTER	THIRD QUARTER	BOTTOM QUARTER
CONDUCT OF WORK	43%	31%	21%	5%
MANAGEMENT SKILLS	43%	29%	21%	7%
CLIENT RELATED	32%	42%	26%	-
FIRM RELATED	25%	30%	30%	15%
PROFESSION RELATED	37%	33%	24%	6%
TOTAL	42%	33%	19%	6%
PERSONAL ATTRIBUTES	33%	17%	50%	-
OVERALL EVALUATION				

	SHORT FORM PERCENTAGES			
	TOP QUARTER	SECOND QUARTER	THIRD QUARTER	BOTTOM QUARTER
CONDUCT OF WORK	27%	53%	17%	3%
MANAGEMENT SKILLS	48%	33%	8%	10%
PERSONAL ATTRIBUTES	29%	43%	17%	11%
OVERALL EVALUATION	16%	32%	26%	26%

	LONG FORM SUMMATION			
	TOP QUARTER	SECOND QUARTER	THIRD QUARTER	BOTTOM QUARTER
CONDUCT OF WORK	18	13	9	2
MANAGEMENT SKILLS	25	17	12	4
CLIENT RELATED	10	13	8	-
FIRM RELATED	5	6	6	3
PROFESSION RELATED	40	36	26	7
TOTAL	35	27	16	5
PERSONAL ATTRIBUTES	2	1	3	-
OVERALL EVALUATION				

	SHORT FORM SUMMATION			
	TOP QUARTER	SECOND QUARTER	THIRD QUARTER	BOTTOM QUARTER
CONDUCT OF WORK	8	16	5	1
MANAGEMENT SKILLS	42	29	7	9
PERSONAL ATTRIBUTES	26	38	15	10
OVERALL EVALUATION	3	6	5	5

CANDIDATE M012

## LONG FORM SUMMATION

		TOP QUARTER	SECOND QUARTER	THIRD QUARTER	BOTTEM QUARTER
<hr/>					
CONDUCT OF WORK					
AS AN AUDITOR	(1)	-	-	-	-
AS AN ACCOUNTANT	(2)	-	-	-	-
AS A TAX SPECIALIST	(3)	-	-	-	-
AS A MAS SPECIALIST	(4)	2	2	1	1
AS AN INDUSTRY SPECIALIST	(5)	-	-	-	-
AS OTHER SPECIALTY	(6)	-	-	-	-
IMAGINATION - CREATIVITY	(7)	3	2	1	-
- ANALYTICAL	(8)	3	3	-	-
CONSULTATION WITH OTHERS	(9)	1	1	3	1
COMMUNICATION SKILLS - SPEAKING	(10)	2	3	1	-
- WRITING	(11)	5	1	-	-
- LISTENING	(12)	2	1	3	-
		<hr/>			
TOTAL CONDUCT OF WORK		16	13	9	2
 MANAGEMENT SKILLS					
CLIENT RELATED:					
INDEPENDENCE AND IMPARTIALITY	(13)	3	2	1	-
BUSINESS SENSE - UNDERST. CLIENTS' NEEDS	(14)	4	1	1	-
- DECISION-MAKING ABILITY	(15)	4	1	1	-
- PROMOTES FULL SERVICE	(16)	-	2	1	-
LEADERSHIP	(17)	2	2	-	1
ADMINISTRATION - PLANNING	(18)	2	3	1	-
- DELEGATING	(19)	2	1	2	1
- SUPERVISING	(20)	2	1	3	-
- TRAINING	(21)	2	-	2	2
FINANCIAL MGT. - BILLING	(22)	2	2	-	-
- COLLECTING	(23)	2	2	-	-
		<hr/>			
TOTAL CLIENT RELATED		25	17	12	4
FIRM RELATED:					
PRACTICE DEVELOPMENT	(24)	1	3	2	-
SELLS SERVICES OUTSIDE OWN SPECIALTY	(25)	-	3	1	-
WILLINGNESS TO ACCEPT ASSIGNMENT	(26)	6	-	-	-
ACCEPTS NON-CLIENT RESP. - RECRUITING	(27)	1	3	1	-
- COUNSELING	(28)	1	2	2	-
- CONTIN. ED.	(29)	1	2	2	-
		<hr/>			
TOTAL FIRM RELATED		10	13	8	-
PROFESSION RELATED:					
ACTIVITY IN PROFESSIONAL ORGANIZATIONS	(30)	-	-	2	1
CIVIC ACTIVITIES	(31)	-	-	2	1
ACCEPTANCE BY - PARTNERS	(32)	2	2	1	-
- STAFF	(33)	-	3	1	1
- CLIENTS	(34)	3	1	-	-
		<hr/>			
TOTAL PROFESSION RELATED		5	6	6	3
		<hr/>			
TOTAL MANAGEMENT SKILLS		40	36	26	7

## CANDIDATE M012

## PERSONAL ATTRIBUTES

BASIC INTELLIGENCE  
OUTSIDE INTERESTS  
JUDGMENT  
INTEGRITY  
TOLERANCE  
PRACTICALITY  
AUTHORITY  
MATURITY, POISE  
SENSITIVITY, TACT  
ADAPTABILITY  
STAMINA  
PERSEVERANCE  
SENSE OF HUMOR  
SELF-ORGANIZATION

(35)	4	2	-	-
(36)	-	3	1	1
(37)	2	2	2	-
(38)	2	2	2	-
(39)	1	1	2	2
(40)	2	3	1	-
(41)	5	1	-	-
(42)	2	3	1	-
(43)	-	2	2	2
(44)	2	3	1	-
(45)	5	1	-	-
(46)	6	-	-	-
(47)	2	2	2	-
(48)	2	2	2	-
	35	27	16	5

TOTAL PERSONAL ATTRIBUTES

## SHORT FORM SUMMATION

## CONDUCT OF WORK

TECHNICAL COMPETENCE  
COMMUNICATION SKILLS

	TOP QUARTER	SECOND QUARTER	THIRD QUARTER	BOTTOM QUARTER
(1)	3	6	2	-
(2)	5	10	3	1
	8	16	5	1

TOTAL CONDUCT OF WORK

## MANAGEMENT SKILLS

INDEPENDENCE AND IMPARTIALITY  
BUSINESS SENSE  
LEADERSHIP  
ADMINISTRATIVE ABILITY  
PRACTICE DEVELOPMENT  
DEDICATION TO THE FIRM  
OUTSIDE ACTIVITIES

(3)	7	5	1	1
(4)	8	5	1	1
(5)	6	6	3	3
(6)	6	4	1	-
(7)	6	4	-	-
(8)	9	4	-	-
(9)	-	1	1	4
	42	29	7	9

TOTAL MANAGEMENT SKILLS

## PERSONAL ATTRIBUTES:

INTELLECTUAL CAPACITY  
INTEGRITY AND JUDGMENT  
POISE, AUTHORITY, MATURITY  
STAMINA  
CONGENIALITY

(10)	8	9	1	-
(11)	5	9	-	2
(12)	5	10	4	1
(13)	7	5	-	-
(14)	1	5	10	7
	26	38	15	10

TOTAL PERSONAL ATTRIBUTES



## CANDIDATE M012

CONDUCT OF WORK												MANAGEMENT SKILLS												PERSONAL												OVER-ALL	QUESTIONS
1 1 1												1 1 1 1 1 1 2 2 2 2 2 2 2 2 2 2 3 3 3 3												3 3 3 3 3 4 4 4 4 4 4 4 4 4 4													1 A
1 2 3 4 5 6 7 8 9 0 1 2												3 4 5 6 7 8 9 0 1 2 3 4 5 6 7 8 9 0 1 2 3 4												5 6 7 8 9 0 1 2 3 4 5 6 7 8												-	Y N H
-----												-----												-----													-----
THOMAS BEYER												1 1 1 3 1 1 1 1 1 1 1 3 3 1 1 1 1 3 3 2 2 1												1 2 1 1 1 1 1 1 3 1 1 1 1 1												1	X B B
B B B 1 B B 1 1 1 1 1 1												B B B 2 B 1 B B B B B 2 4 B												1 B 2 3 4 3 1 2 4 2 1 1 3 3												3	B X B
TIMOTHY COFFEY												2 2 1 B 4 3 3 3 4 B B 2 B 1 B B B B B 2 4 B												1 B 2 3 4 3 1 2 4 2 1 1 3 3												3	B X B
B B B 2 B B 2 1 4 2 1 3												2 2 1 B 4 3 3 3 4 B B 2 B 1 B B B B B 2 4 B												1 B 2 3 4 3 1 2 4 2 1 1 3 3												3	B X B
DONALD EPELBAUM												2 1 1 2 2 2 3 3 3 2 2 1 2 1 2 2 2 3 3 1 3 1												1 4 2 2 3 2 1 2 3 1 1 1 2 2												2	X B B
B B B 2 B B 1 2 3 2 1 3												2 1 1 2 2 2 3 3 3 2 2 1 2 1 2 2 2 3 3 1 3 1												1 4 2 2 3 2 1 2 3 1 1 1 2 2												2	X B B
LEWIS KRULWICH												1 1 1 B 1 1 1 1 1 1 1 2 B 1 2 2 2 B B 1 2 1												1 2 1 1 2 1 1 2 2 2 1 1 1 1												1	X B B
B B B 1 B B 1 1 2 2 1 1												1 1 1 B 1 1 1 1 1 1 1 2 B 1 2 2 2 B B 1 2 1												1 2 1 1 2 1 1 2 2 2 1 1 1 1												1	X B B
STAFF # 85393												3 3 2 B B 2 2 2 3 B B 2 2 1 2 3 3 B B B B B												2 2 3 2 3 2 1 1 2 3 1 1 2 2												3	B B X
B B B 4 B B 3 2 3 1 1 2												3 3 2 B B 2 2 2 3 B B 2 2 1 2 3 3 B B B B B												2 2 3 2 3 2 1 1 2 3 1 1 2 2												3	B B X
BENTON WARDER												1 1 3 2 2 2 4 3 4 2 2 3 2 1 3 3 3 4 4 3 2 2												2 3 3 3 4 2 2 3 4 2 2 1 3 3												3	B X B
B B B 3 B B 2 2 3 3 2 3												1 1 3 2 2 2 4 3 4 2 2 3 2 1 3 3 3 4 4 3 2 2												2 3 3 3 4 2 2 3 4 2 2 1 3 3												3	B X B

## CANDIDATE M012

RATER	HOW KNOWN	CON	MANAGEMENT							PERSONAL				OVER-	QUESTIONS					
										1	1	1	1	ALL						
			1	2	3	4	5	6	7	8	9	0	1	2	3	4	Y	N	H	N
JACK ADAMS	B X B B B	2 2	2	2	2	1	2	2	2	2	2	2	1	2	2	2	X	B	B	B
THOMAS BLYTHE	B B B B X	2 1	1	1	1	1	1	2	B		1	2	2	2	3	B	B	X	B	B
JEFF BRUGOS	B B B B X	B 2	3	B	2	B	B	B	B		1	B	4	B	4	3	B	B	X	B
JOHN CARROLL JR	B B B B X	B 3	B	B	3	B	B	B	B		2	B	3	B	3	3	B	B	X	B
WILLIAM DEVANEY	B B B X X	3 2	4	4	4	3	2	B	B		2	4	3	B	4	4	B	B	X	B
KENNETH DOCTER	B B B B X	B B	B	B	B	B	B	B	B		B	B	B	B	B	B	B	B	B	X
STAFF # 25274	B B B B X	B 3	B	B	4	B	B	B	B		B	B	3	B	4	4	B	B	X	B
STAFF # 29176	B B B B X	2 2	B	1	4	B	2	B	B		1	4	2	2	4	4	B	B	X	B
STAFF # 33142	X B B B B	2 1	2	2	2	2	B	B	B		1	2	2	B	3	2	B	B	B	X
MALVERN GROSS	B B B B X	B B	B	B	B	B	B	B	B		2	2	2	B	2	3	X	B	B	B
EDWARD HALLER JR.	X B B B B	B B	B	B	B	B	B	1	B		B	B	2	1	2	B	B	B	B	X
PETER HART	B B B B X	B 2	1	1	2	2	B	1	4		B	2	1	1	3	2	X	B	B	B
SCOTT HARTZ	X B B B B	1 2	2	2	2	B	B	B	4		2	B	B	B	3	3	B	B	B	X
CREIGHTON HOFFMAN	B B B B X	B B	B	B	B	B	B	1	B		B	B	B	B	4	4	B	B	X	B
FRANKLIN JOHNSON	B B B B X	B B	B	B	B	B	B	B	B		2	B	B	B	4	B	B	B	B	X
HUNTER JONES	B B B B X	2 2	2	1	2	1	1	2	4		2	2	1	1	3	2	X	B	B	B
ROBERT KELLY	X B B B B	B 2	B	B	1	B	1	1	B		1	1	1	1	2	1	X	B	B	B
JOHN KERCHER III	B B B X B	2 4	B	3	B	2	B	B	B		2	2	3	B	4	4	B	B	B	X
FREDRIC LAUGHLIN	X B B B B	1 1	1	1	3	1	1	1	4		1	1	2	1	3	2	X	B	B	B
PAUL LOHNEIS	X B B B B	B 2	1	1	1	1	B	1	B		1	1	2	1	3	1	X	B	B	B
CHARLES MAC VEAGH	X B B B B	B 1	1	1	1	B	B	1	B		B	1	2	1	2	B	X	B	B	B
DONALD MARKSTEIN	B B B B X	B B	B	B	B	B	B	B	B		B	B	B	B	B	B	B	B	B	X
PETER POWELL	B B B X B	1 3	1	2	1	2	1	1	3		2	2	2	2	3	2	X	B	B	B
GILBERT SIMONETTI JR.	X B B B X	B 1	1	1	1	1	1	1	B		1	1	1	B	1	1	X	B	B	B
RICHARD WHEATON	B X B B B	3 2	2	2	3	B	2	2	B		3	2	2	2	3	3	B	B	X	B
JAMES WHELAN	B B B B X	B B	B	B	B	B	B	B	B		B	B	B	B	B	B	B	B	B	X

1983 ADMISSIONS COMMITTEEANN B. HOPKINS

Admissions Committee  
Recommendation - HOLD

Office - OGS  
Department - MAS  
Busy Seasons - 5 (Other-11)  
Age - 39  
Contract Year - 1978

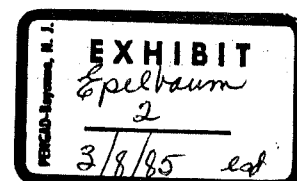
Hopkins has demonstrated many of the characteristics of an outstanding professional. In particular, she has proven that she can market, manage and control large, computer-based systems design and development projects, which skill is considered adaptable to both commercial and public sector clients. On the other hand, her proposal has attracted many comments pointing towards the need to improve her interpersonal skills. Because of the number of such comments and the short time she has been with the firm, the Committee has concluded that she should be HELD at least a year to afford time to demonstrate that she has the personal and leadership qualities required of a partner.

because of hours worked and because of success to date. Under government contract hours over 2,080 reduce rate per hour. As practical matter would collect rate increase. In three weeks Ann got results out of word processing that Fred Loughlin and Hunter Jones had not been able to achieve. No longer any backlog--no people have quit.

Flamson - One tough lady! Very competent. Needs to be touch to supervise the type of people that have been working on her project.

Hartz - Was previously with Touche and had put in a system at UMW which had its faults but I don't know if Ann was necessarily responsible for those faults.

Epelbaum - Impressions based on daily and even hourly contact in the April to June period. I believe I know her well. Her accomplishments are unprecedented. Her management style is one of perpetual crisis. If she can't convince you there is a crisis, she will go out and create one. Ann could be a great success or a great failure. She sold a \$20 million job. Neither Steve Higgins nor I could have done it. She apparently can work well with Beyer; I'm certain she could not work with everyone. Ann wants to win; I don't know where she would draw the line. I don't enjoy working with her. I avoid her socially.



PRIVATE

LONG-FORM

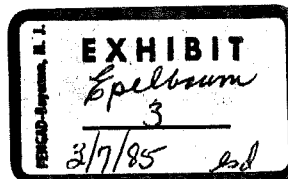
PARTNER CANVASS OF 1982 PARTNERSHIP PROPOSALS

Partner Reporting:

Name \_\_\_\_\_

Staff No. \_\_\_\_\_

Candidate \_\_\_\_\_

PLEASE PRINT LEGIBLY

A long-form report should be completed by partners for those candidates whom they have directly supervised on a significant (100 hours or more of the candidate's time in a given year) engagement or firm assignment or who have directly supervised the candidate on several projects (as, for example, a tax partner who has directly supervised a tax manager candidate) during the last three years. Please list engagements and/or assignments on which this report is based.

<u>Client (Project) Name</u>	<u>Hours of Candidate</u>	<u>Year Ended 6/30</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Because the perception of the partners who know the potential partners well is the most important part of the screening process, the following ratings should be carefully completed only after considering the attached instructions. (Note that the ratings are based on comparisons with recent candidates known to the rater.)

		<u>Top Quarter</u>	<u>Second Quarter</u>	<u>Third Quarter</u>	<u>Bottom Quarter</u>
I. <u>Conduct of work</u>					
A. <u>Technical competence:</u>					
1. As an auditor )	1	1	2	3	4
As an accountant )	2	1	2	3	4
As a tax specialist )	3	1	2	3	4
As an MAS specialist )	4	1	2	3	4
As an Industry Specialist )	5	1	2	3	4
In other specialty )	6	1	2	3	4
(Describe) )					
_____ )					
B. <u>Problem identification:</u>					
1. Imagination - creativity	7	1	2	3	4
- analytical ability	8	1	2	3	4
2. Consultation with others	9	1	2	3	4

Candidate	Partner Reporting			
	Top Quarter	Second Quarter	Third Quarter	Bottom Quarter
C. Communication skills - speaking	10 1	2	3	4
- writing	11 1	2	3	4
- listening	12 1	2	3	4
II. <u>Management skills</u>				
CLIENT RELATED:				
A. Independence and impartiality	13 1	2	3	4
B. Business sense - understanding clients' needs	14 1	2	3	4
- decision-making ability	15 1	2	3	4
- promotion of full service concept	16 1	2	3	4
C. Leadership	17 1	2	3	4
D. Administration - planning	18 1	2	3	4
- delegating	19 1	2	3	4
- supervising	20 1	2	3	4
- training	21 1	2	3	4
E. Financial management - billing	22 1	2	3	4
- collecting	23 1	2	3	4
FIRM RELATED:				
A. Practice development - Active involvement in activities and relationships (attorneys, bankers, etc.) which demonstrate practice development capabilities	24 1	2	3	4
- Demonstrated ability to sell firm services outside own specialty	25 1	2	3	4
B. Dedication to the firm:				
1. Willingness to accept assignments at personal inconvenience	26 1	2	3	4
2. Acceptance of non-client responsibilities:				
- Recruiting	27 1	2	3	4
- Counseling responsibilities	28 1	2	3	4
- Continuing education	29 1	2	3	4

- 3 -

Candidate	Partner Reporting			
	Top Quarter	Second Quarter	Third Quarter	Bottom Quarter
PROFESSION RELATED:				
A. Activity in professional organizations	30 1	2	3	4
B. Civic activities	31 1	2	3	4
C. Acceptance by associates - partners	32 1	2	3	4
- staff	33 1	2	3	4
- clients	34 1	2	3	4
III. <u>Personal attributes</u>				
Basic intelligence	35 1	2	3	4
Outside interests	36 1	2	3	4
Judgment	37 1	2	3	4
Integrity	38 1	2	3	4
Tolerance	39 1	2	3	4
Practicality	40 1	2	3	4
Authority	41 1	2	3	4
Maturity, poise	42 1	2	3	4
Sensitivity, tact	43 1	2	3	4
Adaptability	44 1	2	3	4
Stamina	45 1	2	3	4
Perseverance	46 1	2	3	4
Sense of humor	47 1	2	3	4
Self-organization	48 1	2	3	4
IV. <u>Overall evaluation of this candidate's qualifications for partnership in Price Waterhouse</u>	1	2	3	4

---

Candidate

---

Partner ReportingV. Do you:

- ☐ Favor admission this year;
- ☐ Favor "Hold" this year
- ☐ Do not favor admission.

## VI. Indicate why you believe he/she will be able to contribute to the success of the firm in the future.

---

---

---

---

## VII. If you favor a "hold" this year, or do not favor admission, please give your reasons.

---

---

---

---

---

## VIII. Additional comments, including comments on spouse if limiting the candidate's transferability or effectiveness as a partner in any other way.

---

---

---

---

---

---

---

---

Date

---

Signature

*Harvard*

Should be strong support from all  
OGS parties (C.M.U.)

7 JK - along candidate  
BBW -

- "I was awful to you in State - ABH.  
Serious beginning on FBO job. —

• DE - cannot support her this year. <sup>(when a. cas.)</sup>  
people skills -- people said  
they didn't want to work for  
Crisis mgr.

F. McDune

• Colberg

1. *Hyg.*

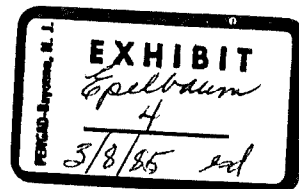
• Bellas.

Skene Higgins - some loyalty to her  
1. strong bitter instinct  
v. extremely bright

looks proj. rgt skills  
" ability to develop stuff.

Leche de Leche - BBW.

Best player - L.J.K.





STH Crst.

CMV - must reorganize the entire process that we have put her under for last 3 yrs. - no one could be out of existence under these circumstances.  
- Hold for weeks year (by OGS)

RPK - proud to introduce this person, as you put it - do you like this person - can't do this. - can't quality of person, but not association capability.

CMV - must say, because we've visited so much

BOW. - <sup>she</sup> had a very useful person. Before she started FBO.

T.O.B. - intimacy never relevant

FCC - will they favor (any way) even be relevant?

RPK - delay will not help her. She's 40 yrs. old - she's had plenty of experience.

DE - How do we feel you feel?  
How can we help?

PEL - Ann appears to have cannot state  
jibs herself.

Enough to get along w/ -

Many miles - with which to her zone  
not all had

I am sympathetic

RPK - If two parties feel so strongly, can't  
over ~~them~~ this.

TALLY

For

Agst.

PEL

EJK

FLL

NWL

FLL - can be overruled - quality -  
(but don't seem to have obd  
w/ me (FLL))

FUP - would give her a yr. to turn around  
her personality qualities.

NWL - former person; always been a problem  
beginning relatively w/ others under control  
Don't know anyone in a yr. -- gets  
jib done, reported by peers & subordinates.  
She's a giver, rather than taker.

Wanted to see if

SH - not question of interpersonal skill  
 - how diff. w/ proj. mgt. skill  
 & ability to develop staff.  
 - able to get job done, intelligent.

2 JH - he more exper. Ghent P. mgt.

SH - quick costs on spot - brief  
 & error methodology.

DE - experienced from kind of since  
 mgt. after leaving FMS job.  
 - St. Louis saw it on FMSH.

Mel - Work Processing

- no courses

1. Has there been counseling re course  
 & How can L F be D?

CMV - would have to work hard at that  
 first overseas assignment  
 afford an opportunity.

Sunny Portman

DE - underst. position

BBW - Personality rare.

• Ann has made a very imp. contrib. to OCS  
 in a # of ways.

• Must believe - precept. That she is  
 not well liked.

QPK - discussions are very helpful.

FCC - would be better in future w/ a person.

Ch. J. — If not submit proposal until  
the OGS has come to its  
own conclusion.

FLL - would RFW accept another  
Plg. (see cover page.)

CUMV - Discretionary Theory - nice guys  
just best.

FLL - chances of RFW's proposal success  
are too low. (20%?)

RPK - Law is over - spread - doesn't  
do well when she's trying  
to be something she's really  
not.

DE - ~~never by RFW~~  
L9K - In certain situations, she's the  
best that we have.

(DE/RFW)

again if he has - see RFW's  
proposal.

MU	GHT
BRW	DE
DE	RPK
MW	HWL
cup	FLL
SP	RFL
L9K	

Would you accept the  
very slim opportunity to  
be proposed next year.  
OK Not for you